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(54) Title: **SUBSTITUTED AMINE DERIVATIVES AND METHODS OF USE**

(57) Abstract: Selected amines are effective for prophylaxis and treatment of diseases, such as angiogenesis mediated diseases. The invention encompasses novel compounds, analogs, prodrugs and pharmaceutically acceptable salts thereof, pharmaceutical compositions and methods for prophylaxis and treatment of diseases and other maladies or conditions involving, cancer and the like. The subject invention also relates to processes for making such compounds as well as to intermediates useful in such processes.

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**SUBSTITUTED AMINE DERIVATIVES AND METHODS OF USE****FIELD OF THE INVENTION**

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This invention is in the field of pharmaceutical agents and specifically relates to compounds, compositions, uses and methods for treating cancer and angiogenesis-related disorders.

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**BACKGROUND OF THE INVENTION**

Protein kinases represent a large family of proteins which play a central role in the regulation of a wide variety of cellular processes, maintaining control over cellular function. A partial list of such kinases includes ab1, Akt, bcr-ab1, Blk, Brk, Btk, c-kit, c-met, c-src, CDK1, CDK2, CDK3, CDK4, CDK5, CDK6, CDK7, CDK8, CDK9, CDK10, cRaf1, CSF1R, CSK, EGFR, ErbB2, ErbB3, ErbB4, Erk, Fak, fes, FGFR1, FGFR2, FGFR3, FGFR4, FGFR5, Fgr, flt-1, Fps, Frk, Fyn, Hck, IGF-1R, INS-R, Jak, KDR, Lck, Lyn, MEK, p38, PDGFR, PIK, PKC, PYK2, ros, tie, tie2, TRK, Yes, and Zap70. Inhibition of such kinases has become an important therapeutic target.

25

Certain diseases are known to be associated with deregulated angiogenesis, for example ocular neovascularisation, such as retinopathies (including diabetic retinopathy), age-related macular degeneration, psoriasis, hemangioblastoma, hemangioma, arteriosclerosis, inflammatory disease, such as a rheumatoid or rheumatic inflammatory disease, especially arthritis (including rheumatoid arthritis), or other chronic inflammatory disorders, such as chronic asthma, arterial or post-transplantational atherosclerosis, endometriosis, and neoplastic diseases, for example so-called solid tumors and liquid tumors (such as leukemias).

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At the center of the network regulating the growth and differentiation of the vascular system and its components, both during embryonic development and normal growth, and in a wide number of pathological anomalies and diseases, lies the angiogenic factor known as Vascular Endothelial Growth Factor" (VEGF; originally termed 'Vascular Permeability Factor', VPF), along with its cellular receptors (see G. Breier et al., Trends in Cell Biology, 6, 454-6 (1996)).

VEGF is a dimeric, disulfide-linked 46-kDa glycoprotein related to "Platelet-Derived Growth Factor" (PDGF); it is produced by normal cell lines and tumor cell lines; is an endothelial cell-specific mitogen; shows angiogenic activity in *in vivo* test systems (e.g. rabbit cornea); is chemotactic for endothelial cells and monocytes; and induces plasminogen activators in endothelial cells, which are involved in the proteolytic degradation of extracellular matrix during the formation of capillaries. A number of isoforms of VEGF are known, which show comparable biological activity, but differ in the type of cells that secrete them and in their heparin-binding capacity. In addition, there are other members of the VEGF family, such as "Placenta Growth Factor" (PlGF) and VEGF-C.

VEGF receptors (VEGFR) are transmembranous receptor tyrosine kinases. They are characterized by an extracellular domain with seven immunoglobulin-like domains and an intracellular tyrosine kinase domain. Various types of VEGF receptor are known, e.g. VEGFR-1 (also known as flt-1), VEGFR-2 (also known as KDR), and VEGFR-3.

A large number of human tumors, especially gliomas and carcinomas, express high levels of VEGF and its receptors. This has led to the hypothesis that the VEGF released by tumor cells stimulates the growth of blood capillaries and the proliferation of tumor endothelium in a paracrine manner and through the improved blood supply, accelerate tumor

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growth. Increased VEGF expression could explain the occurrence of cerebral edema in patients with glioma. Direct evidence of the role of VEGF as a tumor angiogenesis factor *in vivo* is shown in studies in which VEGF expression or VEGF activity was inhibited. This was achieved with anti-VEGF antibodies, with dominant-negative VEGFR-2 mutants which inhibited signal transduction, and with antisense-VEGF RNA techniques. All approaches led to a reduction in the growth of glioma cell lines or other tumor cell lines *in vivo* as a result of inhibited tumor angiogenesis.

Angiogenesis is regarded as an absolute prerequisite for tumors which grow beyond a diameter of about 1-2 mm; up to this limit, oxygen and nutrients may be supplied to the tumor cells by diffusion. Every tumor, regardless of its origin and its cause, is thus dependent on angiogenesis for its growth after it has reached a certain size.

Three principal mechanisms play an important part in the activity of angiogenesis inhibitors against tumors: 1) Inhibition of the growth of vessels, especially capillaries, into avascular resting tumors, with the result that there is no net tumor growth owing to the balance that is achieved between cell death and proliferation; 2) Prevention of the migration of tumor cells owing to the absence of blood flow to and from tumors; and 3) Inhibition of endothelial cell proliferation, thus avoiding the paracrine growth-stimulating effect exerted on the surrounding tissue by the endothelial cells which normally line the vessels. See R. Connell and J. Beebe, *Exp. Opin. Ther. Patents*, 11, 77-114 (2001).

VEGF's are unique in that they are the only angiogenic growth factors known to contribute to vascular hyperpermeability and the formation of edema. Indeed, vascular hyperpermeability and edema that is associated with

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the expression or administration of many other growth factors appears to be mediated via VEGF production.

Inflammatory cytokines stimulate VEGF production.

Hypoxia results in a marked upregulation of VEGF in numerous  
5 tissues, hence situations involving infarct, occlusion, ischemia, anemia, or circulatory impairment typically invoke VEGF/VPF-mediated responses. Vascular hyperpermeability, associated edema, altered transendothelial exchange and macromolecular extravasation, which is often accompanied by  
10 diapedesis, can result in excessive matrix deposition, aberrant stromal proliferation, fibrosis, etc. Hence, VEGF-mediated hyperpermeability can significantly contribute to disorders with these etiologic features. As such, regulators of angiogenesis have become an important therapeutic target.

15 Schipper US patent 3,226,394, issued Dec. '28, 1965, describes anthranilamides as CNS depressants. Japanese patent JP2000256358 describes pyrazole derivatives that block the calcium release-activated calcium channel. EP application 9475000, published 6 October 1999, describes  
20 compounds as PGE<sub>2</sub> antagonists. PCT publication WO96/41795, published 27 December 1996, describes benzamides as vasopressin antagonists. WO01/29009 describes aminopyridines as KDR inhibitors. WO01/30745 describes anthranilic acids as cGMP phosphodiesterase inhibitors.  
25 WO00/02851, published 20 Jan 2000 describes arylsulfonylaminoaryl amides as guanylate cyclase activators. WO98/45268 describes nicotinamide derivatives as PDE4 inhibitors. WO98/24771 describes benzamides as vasopressin antagonists.

30 US Patent No. 5,532,358, issued July 2, 1996, describes the preparation of 2-(cyclopropylamino)-N-(2-methoxy-4-methyl-3-pyridinyl)-3-pyridinecarboxamide as an intermediate for HIV inhibitors. Triazine-substituted amines are described for their aggregating ability (J. Amer.

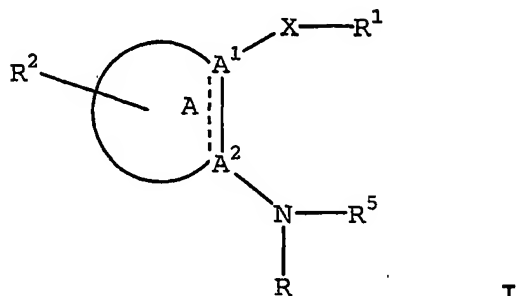
- 5 -

Chem. Soc., 115, 905-16 (1993). Substituted imidazolines were tested for their antidepressant activity in Ind. J. Het. Chem., 2, 129-32 (1992). N-(4-Pyridyl)anthranilic amides were described in Chem Abstr. 97:109837 (1981). PCT publication WO99/32477, published 1 July 1999, describes anthranilamides as anti-coagulants. US patent 6,140,351 describes anthranilamides as anti-coagulants. PCT publication WO99/62885, published 9 December 1999, describes 1-(4-aminophenyl)pyrazoles as antiinflammatories. PCT publication WO00/39111, published 6 July 2000, describes amides as factor Xa inhibitors. PCT publication WO00/39117, published 6 July 2000, describes heteroaromatic amides as factor Xa inhibitors. PCT publication WO00/27819, published 18 May 2000, describes anthranilic acid amides as VEGF inhibitors. PCT publication WO00/27820 published 18 May 2000, describes N-aryl anthranilic acid amides as VEGF inhibitors. 7-Chloroquinolinylamines are described in FR2168227 as antiinflammatories. WO01/55114, published 2 Aug. 2001, describes nicotinamides for the treatment of cancer. WO01/55115, published 2 Aug. 2001, describes nicotinamides for the treatment of apoptosis. WO01/85715, published 15 November 2001, describes substituted pyridines and pyrimidines as anti-angiogenesis agents. PCT publication WO01/85691 published 15 November 2001, describes anthranilic amides as VEGF inhibitors. PCT publication WO01/85671 published 15 November 2001, describes anthranil amides as VEGF inhibitors. PCT publication WO01/81311 published 1 November 2001, describes anthranilic amides as VEGF inhibitors. However, compounds of the current invention have not been described as inhibitors of angiogenesis such as for the treatment of cancer.

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## DESCRIPTION OF THE INVENTION

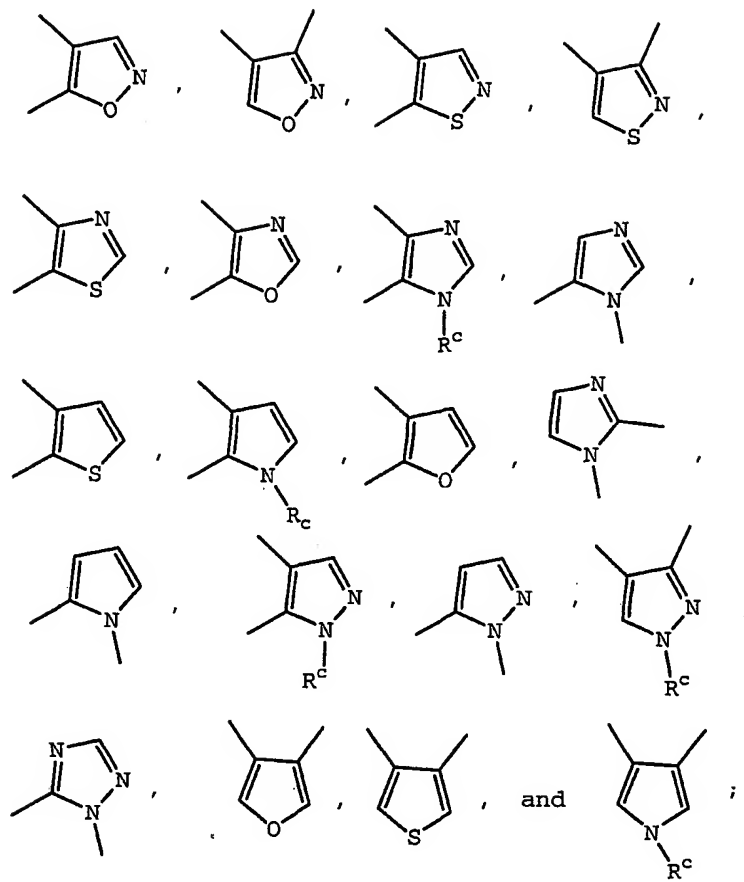
A class of compounds useful in treating cancer and  
 5 angiogenesis is defined by Formula I



- wherein each of A<sup>1</sup> and A<sup>2</sup> is independently C, CH or N;  
 10 wherein ring A is selected from
- a) 5- or 6-membered partially saturated heterocyclyl,  
 preferably dihydropyran, dihydrothienyl,  
 dihydrofuryl, oxo-dihydrofuryl, pyrrolinyl,  
 dihydrothiazolyl, dihydro-oxazolyl, dihydro-  
 15 isothiazolyl, dihydro-isoxazolyl, imidazolinyl  
 and pyrazolinyl,
  - b) 5- or 6-membered heteroaryl,  
 preferably
    - I) 5-membered heteroaryl selected from  
 20 thienyl, furanyl, pyrrolyl, thiazolyl,  
 oxazolyl, imidazolyl, pyrazolyl, isoxazolyl,  
 triazolyl and isothiazolyl,  
 even more preferably 5-membered heteroaryl  
 selected from

25

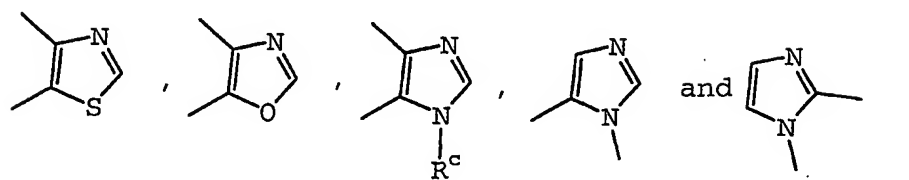
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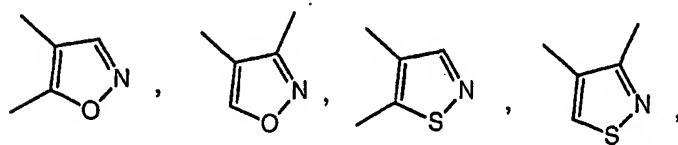
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A)

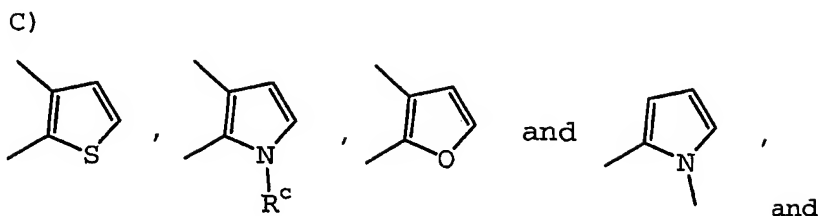
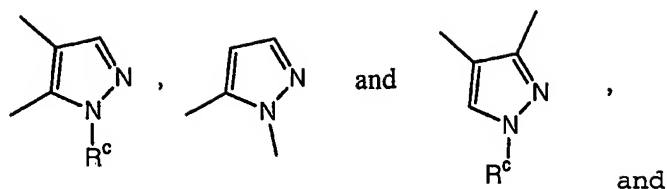


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B)



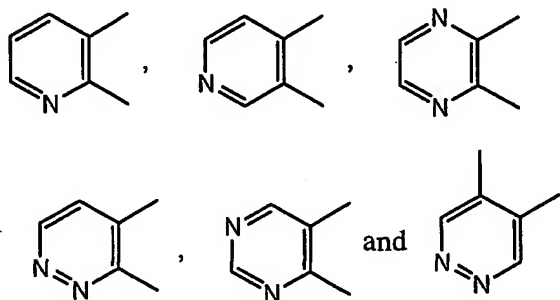
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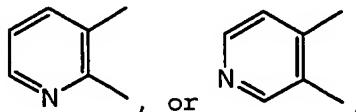
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II) preferably 6-membered heteroaryl selected from pyridyl, pyrazinyl, pyrimidinyl, pyridazinyl, and triazinyl, even more preferably 6-membered heteroaryl selected from

10



more specifically

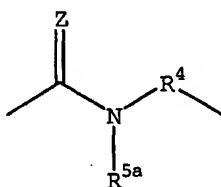


- c) 9-, 10- or 11-membered fused partially saturated heterocyclyl, preferably tetrahydroquinolinyl,
- d) 9- or 10-membered fused heteroaryl, preferably

15

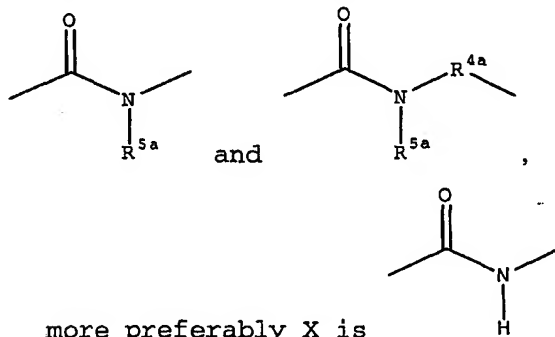
- 9 -

- i) fused 9-membered fused heteroaryl selected from benzothienyl, benzothiazolyl, indolyl, benzimidazolyl, benzoxazolyl, benzofuryl, indazolyl and isoindolyl, and
- 5 ii) fused 10-membered heteroaryl selected from quinolyl, isoquinolyl, naphthpyridinyl, quinoxaliny and quinazolinyl,
- e) aryl, and
- f) 4-, 5- or 6-membered cycloalkenyl,
- 10 preferably 5-membered cycloalkenyl, more preferably cyclopentadienyl or cyclopentenyl;



wherein X is

preferably X is selected from



15

more preferably X is

wherein Z is oxygen or sulfur;

wherein R is selected from

- a) substituted or unsubstituted 4-6 membered
- 20 heterocyclyl,
- preferably substituted or unsubstituted 5-6 membered heteroaryl comprising one or more nitrogen atoms, more preferably pyrazolyl, triazolyl, pyridyl, pyrimidinyl, and pyridazinyl,



- 10 -

even more preferably 4-pyridyl, 3-pyridyl, 2-pyridyl, triazolyl, 4-pyrimidinyl and 4-pyridazinyl,  
most preferably 4-pyridyl,

- 5       b) substituted aryl,  
          preferably substituted phenyl,  
          more preferably optionally substituted  
          (heterocyclyl-substituted phenyl), and
- 10       c) substituted or unsubstituted 9-14-membered bicyclic or  
          tricyclic heterocyclyl,  
          preferably substituted or unsubstituted 9-10 membered  
          bicyclic or 13-14 membered tricyclic heterocyclyl,  
          more preferably substituted or unsubstituted 9-10  
          membered fused heterocyclyl,  
15       even more preferably indazolyl, indolyl,  
          isoindolyl, quinoliny, isoquinoliny,  
          benzotriazolyl, 2,3-dihydrobenzofuryl, 1,2-dihydroquinolyl,  
          naphthyridinyl and quinazoliny,  
20       even more preferably 5-indazolyl, 6-indazolyl,  
          4-quinolyl, 5-quinolyl, 6-quinolyl,  
          indolyl, isoindolyl, benzotriazolyl, 2,3-dihydrobenzofuryl,  
          1,2-dihydroquinolyl,  
          quinoxaliny, 4-isoquinolyl, 5-isoquinolyl,  
25       naphthyridinyl and 6-isoquinolyl,  
          especially preferred is 6-indazolyl;

wherein substituted R is substituted with one or more  
substituents independently selected from halo, -OR<sup>3</sup>,  
-SR<sup>3</sup>, -SO<sub>2</sub>R<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>,  
30       -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, -NR<sup>3</sup>C(O)NR<sup>3</sup>R<sup>3</sup>, cycloalkyl,  
          optionally substituted 4-6 membered heterocyclyl,  
          optionally substituted phenyl, nitro, oxo,  
          alkylaminoalkoxyalkoxy, cyano, alkylaminoalkoxy,  
          lower alkyl substituted with R<sup>2</sup>, lower alkenyl

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substituted with  $R^2$ , and lower alkynyl substituted with  $R^2$ ;  
preferably halo,  $-OR^3$ ,  $-SR^3$ ,  $-SO_2R^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  
5  $-COR^3$ ,  $-NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  
 $C_{3-6}$ -cycloalkyl, optionally substituted 4-6  
membered heterocyclyl, optionally substituted  
phenyl, nitro,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkoxy- $C_{1-4}$ -  
alkoxy, cyano,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkoxy,  $C_{1-2}$ -  
alkyl substituted with  $R^2$ ,  $C_{2-3}$ -alkenyl  
10 substituted with  $R^2$ , and  $C_{2-3}$ -alkynyl substituted  
with  $R^2$ ,  
more preferably halo, hydroxy,  $C_{1-4}$ -alkyl,  $C_{1-2}$ -  
alkoxy, optionally substituted 4-6 membered  
heterocyclyl- $C_{1-2}$ -alkoxy, amino,  $C_{1-2}$ -  
15 alkylamino, aminosulfonyl,  $-NR^3C(O)OR^3$ ,  $-$   
 $NR^3C(O)R^3$ ,  $C_{3-6}$ -cycloalkyl, optionally  
substituted 4-6 membered heterocyclyl,  
optionally substituted phenyl, nitro,  $C_{1-2}$ -  
alkylamino- $C_{1-2}$ -alkoxy- $C_{1-2}$ -alkoxy, cyano,  $C_{1-2}$ -  
20 alkylamino- $C_{1-2}$ -alkoxy,  $C_{1-2}$ -alkylamino- $C_{1-2}$ -  
alkyl,  $C_{1-2}$ -alkylamino- $C_{2-3}$ -alkynyl,  $C_{1-2}$ -  
hydroxyalkyl,  $C_{1-2}$ -aminoalkyl,  $C_{1-2}$ -haloalkyl,  
optionally substituted 4-6 membered  
heterocyclyl- $C_{2-3}$ -alkenyl, and optionally  
25 substituted 4-6 membered heterocyclyl- $C_{2-3}$ -  
alkynyl,  
even more preferably chloro, fluoro, bromo,  
hydroxy, methoxy, ethoxy, amino,  
dimethylamino, diethylamino, 1-  
30 methylpiperidinylmethoxy, aminosulfonyl,  
cyclohexyl, dimethylaminopropynyl,  
dimethylaminoethoxy, 3-(4-  
morpholinyl)propyn-1-yl,  
dimethylaminoethoxyethoxy, optionally

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substituted piperidinyl, morpholinyl,  
optionally substituted piperazinyl,  
optionally substituted phenyl, methyl,  
ethyl, propyl, cyano, hydroxymethyl,  
5 aminomethyl, nitro and trifluoromethyl;

wherein R<sup>1</sup> is selected from

- a) substituted or unsubstituted 6-10 membered aryl,  
preferably phenyl, naphthyl, indanyl, indenyl and  
tetrahydronaphthyl,  
10 more preferably phenyl, tetrahydronaphthyl, and  
naphthyl,
- b) substituted or unsubstituted 4-6 membered  
heterocyclyl,  
preferably 5-6 membered heteroaryl,  
15 more preferably isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl,  
pyridazinyl, imidazolyl, oxazolyl, furyl and  
pyrrolyl,
- c) substituted or unsubstituted 9-14 membered bicyclic or  
20 tricyclic heterocyclyl,  
preferably 9-10 membered bicyclic or 13-14 membered  
tricyclic heterocyclyl,  
more preferably indazolyl, indolyl, isoindolyl,  
2,3-dihydro-1H-indolyl, naphthyridinyl, 2,1,3-  
25 benzothiadiaazolyl, isoquinolyl, quinolyl, 1,2-  
dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl,  
benzo[d]isothiazolyl, benzothienyl,  
30 tetrahydroquinolyl, benzofuryl,  
dihydrobenimidazolyl, benzimidazolyl,  
benzoxazolyl, benzthiazolyl, benzodioxanyl and  
quinazolinyl,
- d) cycloalkyl,

- 13 -

preferably C<sub>3-6</sub>-cycloalkyl,

more preferably cyclohexyl, and

e) cycloalkenyl,

wherein substituted R<sup>1</sup> is substituted with one or more

5 substituents independently selected from halo, oxo,

-OR<sup>3</sup>, -SR<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -NH(C<sub>1</sub>-C<sub>4</sub>alkylenylR<sup>14</sup>), -SO<sub>2</sub>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, -NR<sup>3</sup>C(O)NR<sup>3</sup>R<sup>3</sup>, optionally substituted

cycloalkyl, optionally substituted 4-6 membered

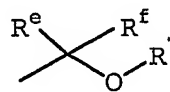
10 heterocyclyl, optionally substituted phenyl,

halosulfonyl, cyano, alkylaminoalkoxy,

alkylaminoalkoxyalkoxy, nitro, lower alkyl

substituted with R<sup>2</sup>, lower alkenyl substituted withR<sup>2</sup>, and lower alkynyl substituted with R<sup>2</sup>,15 preferably halo, -OR<sup>3</sup>, oxo, -SR<sup>3</sup>, -SO<sub>2</sub>R<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -NH(C<sub>1</sub>-C<sub>4</sub> alkylenylR<sup>3</sup>), -(C<sub>1</sub>-C<sub>4</sub> alkylenyl)NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>1</sub>-C<sub>6</sub>-alkylamino-C<sub>1</sub>-C<sub>6</sub>-alkoxy, C<sub>1</sub>-C<sub>6</sub>-alkylamino-C<sub>1</sub>-C<sub>6</sub>-alkoxy-C<sub>1</sub>-C<sub>6</sub>-alkoxy, halosulfonyl,

20 optionally substituted 4-6 membered

heterocyclylcarbonylalkyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-6</sub>-alkyl,optionally substituted C<sub>3-6</sub>-cycloalkyl, optionally

substituted 4-6 membered heterocyclyl, optionally

25 substituted phenyl, optionally substituted

phenyl-C<sub>1-6</sub>-alkylenyl, optionally substituted 4-6membered heterocyclyl-C<sub>1</sub>-C<sub>6</sub>-alkylenyl, 4-6membered heterocyclyl-C<sub>2</sub>-C<sub>6</sub>-alkenylenyl, C<sub>1-4</sub>-alkyl, cyano, C<sub>1-4</sub>-hydroxyalkyl, nitro and C<sub>1-4</sub>-

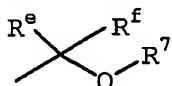
30 haloalkyl,

more preferably halo, C<sub>1-4</sub>-alkyl, optionallysubstituted C<sub>3-6</sub>-cycloalkyl, optionally

substituted phenyl, optionally substituted

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phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-haloalkoxy,  
 optionally substituted phenyloxy, optionally  
 substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
 alkylenyl, optionally substituted 4-6 membered  
 5 heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally  
 substituted 4-6 membered heterocyclyl,  
 optionally substituted 4-6 membered  
 heterocycliloxy, optionally substituted 4-6  
 membered heterocyclylsulfonyl, optionally  
 10 substituted 4-6 membered heterocyclylamino,  
 optionally substituted 4-6 membered  
 heterocyclylcarbonyl, optionally substituted  
 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl,  
 C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino,  
 15 hydroxy, oxo, cyano, aminosulfonyl, C<sub>1-2</sub>-  
 alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
 alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
 alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-  
 alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-  
 20 alkoxycarbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-

hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy, and  
 even more preferably bromo, chloro, fluoro, iodo,  
 nitro, amino, cyano, aminoethyl, Boc-  
 aminoethyl, hydroxy, oxo, aminosulfonyl, 4-  
 25 methylpiperazinylsulfonyl, cyclohexyl, phenyl,  
 phenylmethyl, morpholinylmethyl, 1-  
 methylpiperazin-4-ylmethyl, 1-methylpiperazin-  
 4-ylpropyl, morpholinylpropyl, piperidin-1-  
 ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-  
 30 methyl-2-(1-methylpiperidin-4-yl)ethyl,  
 morpholinylethyl, 1-(4-morpholinyl)-2,2-  
 dimethylpropyl, piperidin-4-ylethyl, 1-Boc-  
 piperidin-4-ylethyl, piperidin-1-ylethyl, 1-

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Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl,  
1-Boc-piperidin-4-ylmethyl, piperidin-4-  
ylpropyl, 1-Boc-piperidin-4-ylpropyl,  
piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl,  
5 pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-  
ylpropyl, pyrrolidin-1-ylmethyl, pyrrolidin-2-  
ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl,  
pyrrolidinylpropenyl, pyrrolidinylbutenyl,  
fluorosulfonyl, methylsulfonyl,  
10 methylcarbonyl, Boc, piperidin-1-  
ylmethylcarbonyl, 4-methylpiperazin-1-  
ylcarbonylethyl, methoxycarbonyl,  
aminomethylcarbonyl,  
dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-  
15 2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-  
methyl-1-piperidyl, 1-Boc-4-piperidyl,  
piperidin-4-yl, 1-methylpiperidin-4-yl, 1-  
methyl-(1,2,3,6-tetrahydropyridyl),  
imidazolyl, morpholinyl, 4-trifluoromethyl-1-  
20 piperidinyl, hydroxybutyl, methyl, ethyl,  
propyl, isopropyl, butyl, tert-butyl, sec-  
butyl, trifluoromethyl, pentafluoroethyl,  
nonafluorobutyl, dimethylaminopropyl, 1,1-  
di(trifluoromethyl)-1-hydroxymethyl, 1,1-  
25 di(trifluoromethyl)-1-  
(piperidinylethoxy)methyl, 1,1-  
di(trifluoromethyl)-1-  
(methoxyethoxyethoxy)methyl, 1-hydroxyethyl,  
2-hydroxyethyl, trifluoromethoxy, 1-  
30 aminoethyl, 2-aminoethyl, 1-(N-  
isopropylamino)ethyl, 2-(N-  
isopropylamino)ethyl, dimethylaminoethoxy, 4-  
chlorophenoxy, phenyloxy, azetidin-3-  
ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, pyrrol-

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2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-  
 1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-  
 isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-  
 4-ylmethoxy, piperdin-4-ylmethoxy, 1-  
 5 methylpiperdin-4-yloxy, isopropoxy, methoxy  
 and ethoxy;

wherein  $R^2$  is one or more substituents independently selected  
 from H, halo,  $-OR^3$ , oxo,  $-SR^3$ ,  $-CO_2R^3$ ,  $-COR^3$ ,  $-CONR^3R^3$ ,  $-$   
 $NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ , cycloalkyl,  
 10 optionally substituted phenylalkyl, optionally  
 substituted 4-6 membered heterocyclyl, optionally  
 substituted heteroarylalkyl, optionally substituted  
 phenyl, lower alkyl, cyano, lower hydroxyalkyl, lower  
 carboxyalkyl, nitro, lower alkenyl, lower alkynyl,  $C_{1-4}$ -  
 15 alkoxy- $C_{1-4}$ -alkoxy and  $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkoxy,  
 lower aminoalkyl, lower alkylaminoalkyl and lower  
 haloalkyl,  
 preferably H, halo,  $-OR^3$ ,  $-SR^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-$   
 $NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_{3-6}$ -cycloalkyl,  
 20 optionally substituted 4-6 membered heterocyclyl,  
 optionally substituted phenyl,  $C_{1-6}$ -alkyl, cyano,  $C_{1-4}$ -  
 hydroxyalkyl,  $C_{1-4}$ -carboxyalkyl, nitro,  $C_{1-3}$ -alkoxy- $C_{1-2}$ -  
 alkoxy,  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkoxy,  $C_{2-3}$ -alkenyl,  $C_{2-}$   
 $3$ -alkynyl and  $C_{1-4}$ -haloalkyl,  
 25 more preferably H, halo, hydroxy,  $C_{1-2}$ -alkoxy,  $C_{1-2}$ -  
 haloalkoxy, amino,  $C_{1-2}$ -alkylamino, optionally  
 substituted 4-6 membered heterocyclyl- $C_{1-2}$ -  
 alkylamino, aminosulfonyl,  $C_{3-6}$ -cycloalkyl,  
 optionally substituted 4-6 membered heterocyclyl,  
 30 optionally substituted phenyl,  $C_{1-4}$ -alkyl, cyano,  $C_{1-}$   
 $2$ -hydroxyalkyl,  $C_{1-3}$ -carboxyalkyl, nitro,  $C_{2-3}$ -  
 alkenyl,  $C_{2-3}$ -alkynyl and  $C_{1-2}$ -haloalkyl, and  
 even more preferably H, chloro, fluoro, bromo,  
 hydroxy, methoxy, ethoxy, trifluoromethoxy,

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amino, dimethylamino, aminosulfonyl,  
carboxymethyl, cyclopropyl, optionally  
substituted phenyl, methyl, ethyl, propyl, cyano,  
hydroxymethyl, nitro, propenyl, propynyl and  
5 trifluoromethyl and unsubstituted or substituted  
heteroaryl selected

from thienyl, furanyl, pyridyl, imidazolyl,  
and pyrazolyl;

wherein R<sup>3</sup> is selected from H, lower alkyl, optionally  
10 substituted phenyl, optionally substituted 3-6 membered  
heterocyclyl, optionally substituted C<sub>3</sub>-C<sub>6</sub>-cycloalkyl,  
optionally substituted phenylalkyl, optionally  
substituted 3-6 membered heterocyclylalkyl, optionally  
substituted C<sub>3</sub>-C<sub>6</sub> cycloalkylalkyl, and lower haloalkyl,  
15 preferably H, C<sub>1-4</sub>-alkyl, optionally substituted phenyl,  
optionally substituted phenyl-C<sub>1-4</sub>-alkyl, optionally  
substituted 4-6 membered heterocyclyl, optionally  
substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkyl,  
optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl and C<sub>1-2</sub>-  
20 haloalkyl,  
more preferably H, methyl, phenyl, cyclopropyl,  
cyclohexyl, benzyl, morpholinylmethyl, 4-  
methylpiperazinylmethyl, azetidinyll,  
azetidinyllmethyl, 4-methylpiperdinyllmethyl, 4-  
25 morpholinylmethyl, 4-morpholinylethyl, 1-(4-  
morpholinyl)-2,2-dimethylpropyl, 1-piperdinyllmethyl,  
1-piperdinyllpropyl, 1-pyrrolidinylpropyl and  
trifluoromethyl;

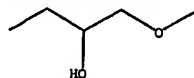
wherein R<sup>4</sup> is independently selected from a direct bond, C<sub>2</sub>-  
30 -alkylenyl, C<sub>2-4</sub>-alkenylenyl and C<sub>2-4</sub>-alkynylenyl, where  
one of the CH<sub>2</sub> groups may be replaced with an oxygen atom  
or an -NH-, wherein R<sup>4</sup> is optionally substituted with  
hydroxy,

preferably a direct bond or R<sup>4a</sup>;



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wherein  $R^{4a}$  is selected from  $C_{2-4}$ -alkylenyl where one of the  $CH_2$  groups may be replaced with an oxygen atom or an  $-NH-$ , wherein  $R^{4a}$  is optionally substituted with hydroxy;



preferably ethyl, butyl, and ;

- 5 wherein  $R^5$  is selected from H, lower alkyl, optionally substituted phenyl and optionally substituted lower aralkyl,

preferably H, methyl or ethyl,

more preferably H;

- 10 wherein  $R^{5a}$  is selected from H, lower alkyl, optionally substituted phenyl and lower aralkyl,

preferably H, methyl or ethyl,

more preferably H;

wherein  $R^7$  is selected from H,  $C_{1-6}$ -alkyl, optionally

- 15 substituted phenyl, optionally substituted phenyl- $C_{1-6}$ -alkyl, optionally substituted cycloalkyl, optionally substituted cycloalkyl-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl- $C_{1-6}$ -alkyl,  $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkyl
- 20 and  $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkyl,
- preferably H,  $C_{1-3}$ -alkyl, optionally substituted phenyl, optionally substituted phenyl- $C_{1-3}$ -alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-2}$ -alkyl and  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl;
- 25

wherein  $R^c$  is selected from H, methyl and optionally substituted phenyl; and

wherein  $R^e$  and  $R^f$  are independently selected from H and  $C_{1-2}$ -haloalkyl, preferably  $-CF_3$ ;

- 30 wherein  $R^{14}$  is selected from H, optionally substituted phenyl, optionally substituted 4-6 membered heterocyclyl and optionally substituted  $C_3-C_6$  cycloalkyl;

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provided A is not pyridyl when X is -C(O)NH- and when R<sup>1</sup> is 4-[3,5-bis(trifluoromethyl)-1H-pyrazol-1-yl]phenyl when R<sup>5</sup> is methyl and when R is 4-methylpiperidyl;

5 further provided A is not pyridyl when X is -C(O)NH-, when R<sup>5</sup> is H, when R<sup>2</sup> is 6-methyl and when R is indazolyl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, 4-bromophenyl, 2-methylphenyl, 4-methoxyphenyl, when R<sup>5</sup> is H and when R is 4-pyridyl;

10 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, when R<sup>5</sup> is H and when R is 2-oxobenzopyran-4-yl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, 4-chlorophenyl, 3-nitrophenyl, 4-methoxyphenyl, when R<sup>5</sup> is H and when R is 4-imidazoliny;

15 further provided A is not phenyl when X is -C(O)NH-, when R<sup>5</sup> is H, when R<sup>5</sup> is substituted benzyl and when R is substituted triazinyl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl or 2-chlorophenyl, when R<sup>5</sup> is H and when R is 4-quinazoliny;

20 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, when R<sup>5</sup> is H and when R is isoquinolin-1-yl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is 2-chlorophenyl or 4-chlorophenyl, when R<sup>5</sup> is H and

25 when R is 3-chloroisoquinolin-1-yl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is 1-ethylpiperid-3-yl or 1-ethylpiperid-4-yl, when R<sup>5</sup> is H and when R is 8-trifluoromethylquinolin-4-yl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is 1-ethylpiperid-3-yl, when R<sup>5</sup> is H and when R is 8-chloroquinolin-4-yl;

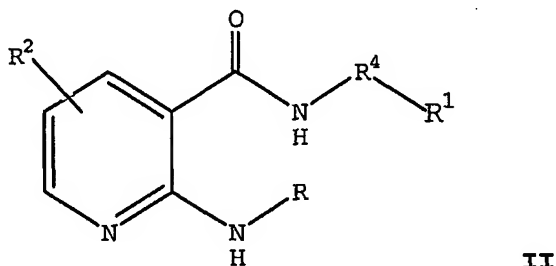
30 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is halo substituted phenyl, 1-butylpiperid-4-yl, 1-

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ethylpiperid-3-yl or 1-ethylpiperid-4-yl, when R<sup>5</sup> is H  
 and when R is 7-chloroquinolin-4-yl; and  
 further provided R is not unsubstituted 2-thienyl,  
 unsubstituted 2-pyridyl or unsubstituted 3-pyridyl.

5

The invention also relates to compounds of Formula II



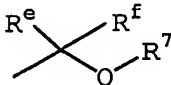
wherein R is selected from unsubstituted or substituted 9-  
 10 or 10-membered fused nitrogen-containing heteroaryl,  
 preferably indolyl, isoindolyl, indazolyl,  
 quinolyl, isoquinolyl, naphthyridinyl and  
 quinoxalinyl,  
 more preferably 6-indazolyl,  
 15 where R is substituted with one or more substituents  
 selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
 haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
 C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
 alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted  
 20 heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
 heterocyclylalkoxy,  
 preferably chloro, fluoro, amino, hydroxy, methyl,  
 ethyl, propyl, trifluoromethyl,  
 dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
 25 dimethylaminoethoxyethoxy, methoxy and ethoxy;  
 wherein R<sup>1</sup> is selected from unsubstituted or substituted  
 aryl,  
 preferably phenyl, tetrahydronaphthyl, indanyl,  
 indenyl and naphthyl,

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cycloalkyl,  
preferably cyclohexyl,  
4-6 membered heterocyclyl,  
preferably isoxazolyl, pyrazolyl, thiazolyl,  
5 thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,  
preferably 1,2-dihydroquinolyl, 1,2,3,4-  
10 tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinoxalyl,  
benzo[d]isothiazolyl, 2,3,4,4a,9,9a-  
hexahydro-1H-3-aza-fluorenyl, 5,6,7-  
15 trihydro-1,2,4-triazolo[3,4-a]isoquinolyl,  
tetrahydroquinolinyl, indazolyl, 2,1,3-  
benzothiadiazolyl, benzodioxanyl,  
benzothienyl, benzofuryl, benzimidazolyl,  
benzoxazolyl and benzthiazolyl;  
20 wherein substituted R<sup>1</sup> is substituted with one or more  
substituents selected from halo, C<sub>1-4</sub>-alkyl, optionally  
substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
phenyl, optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl,  
C<sub>1-2</sub>-haloalkoxy, optionally substituted phenoxy,  
25 optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkylenyl, optionally substituted 4-6 membered  
heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
4-6 membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
30 membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6

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membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy, cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy, preferably bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl, pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl, aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl),

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imidazolyl, morpholinyl, 4-trifluoromethyl-1-  
piperidinyl, hydroxybutyl, methyl, ethyl, propyl,  
isopropyl, butyl, tert-butyl, sec-butyl,  
trifluoromethyl, pentafluoroethyl, nonafluorobutyl,  
5 dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-  
hydroxymethyl, 1,1-di(trifluoromethyl)-1-  
(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-  
1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-  
hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-  
10 aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
isopropylamino)ethyl, dimethylaminoethoxy, 4-  
chlorophenoxy, phenyloxy, azetidin-3-ylmethoxy, 1-  
Boc-azetidin-3-ylmethoxy, pyrrol-2-ylmethoxy, 1-  
Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-  
15 methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-  
ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-  
ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy,  
methoxy and ethoxy;

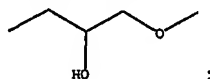
wherein R<sup>2</sup> is one or more substituents independently  
20 selected from

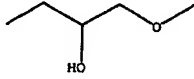
H,  
halo,  
hydroxy,  
amino,  
25 C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,  
aminosulfonyl,  
30 C<sub>3-6</sub>-cycloalkyl,  
cyano,  
C<sub>1-2</sub>-hydroxyalkyl,  
nitro,  
C<sub>2-3</sub>-alkenyl,

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C<sub>2-3</sub>-alkynyl,  
C<sub>1-6</sub>-haloalkoxy,  
C<sub>1-6</sub>-carboxyalkyl,  
5 5-6-membered heterocyclcyl-C<sub>1-6</sub>-alkylamino,  
unsubstituted or substituted phenyl and  
unsubstituted or substituted 4-6 membered  
heterocyclcyl;  
preferably H, chloro, fluoro, bromo, amino, hydroxy,  
methyl, ethyl, propyl, oxo, dimethylamino,  
10 aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
trifluoromethoxy, carboxymethyl,  
morpholinylethylamino, propynyl, unsubstituted or  
substituted phenyl and unsubstituted or  
15 substituted heteroaryl selected from  
thienyl, furanyl, pyridyl, imidazolyl, and  
pyrazolyl;

wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and

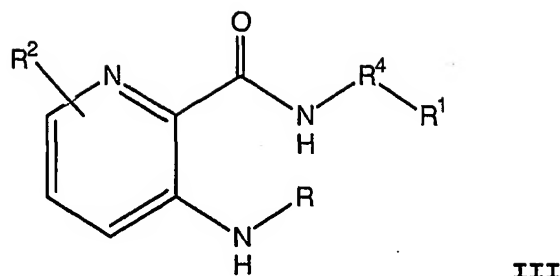


20 preferably direct bond, ethyl, butyl, and  ;  
wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-  
haloalkyl,  
preferably -CF<sub>3</sub>; and  
wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
25 substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-  
alkyl, optionally substituted 4-6 membered  
heterocyclcyl, optionally substituted 4-6 membered  
heterocyclcyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-  
alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl.

30

The invention also relates to compounds of Formula III

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wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused

5 nitrogen-containing heteroaryl,

preferably indolyl, isoindolyl, indazolyl,  
quinolyl, isoquinolyl, naphthyridinyl and  
quinoxalinyl,

more preferably 5-indazolyl and 6-indazolyl,

10 even more preferably 6-indazolyl,

where R is substituted with one or more substituents

selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-

15 alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted

heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
heterocyclylalkoxy,

preferably chloro, fluoro, amino, hydroxy, methyl,  
ethyl, propyl, trifluoromethyl,

20 dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
dimethylaminoethoxyethoxy, methoxy and ethoxy;

wherein R<sup>1</sup> is selected from unsubstituted or substituted  
aryl,

preferably phenyl, tetrahydronaphthyl, indanyl,

25 indenyl and naphthyl,

cycloalkyl,

preferably cyclohexyl,

4-6 membered heterocyclyl,

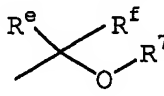


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preferably isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
5 tricyclic heterocyclyl,  
preferably 1,2-dihydroquinolyl, 1,2,3,4-  
tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinoxalyl,  
10 benzo[d]isothiazolyl, 2,3,4,4a,9,9a-  
hexahydro-1H-3-aza-fluorenyl, 5,6,7-  
trihydro-1,2,4-triazolo[3,4-a]isoquinolyl,  
tetrahydroquinolinyl, indazolyl, 2,1,3-  
benzothiadiazolyl, benzodioxanyl,  
15 benzothienyl, benzofuryl, benzimidazolyl,  
benzoxazolyl and benzthiazolyl;  
wherein R<sup>1</sup> is substituted with one or more substituents  
selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
20 optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkyl, optionally substituted 4-6 membered  
heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
25 4-6 membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
optionally substituted 4-6 membered heterocyclylamino,  
30 optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,

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C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

<sub>4</sub>-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy,

- 5 preferably bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, methylpiperazinylmethyl, 10 methylpiperazinylpropyl, morpholinylpropyl, methylpiperidinylmethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidinylethyl, piperidinylmethyl, piperidinylpropyl, pyrrolidinylpropyl, pyrrolidinylpropenyl, 15 pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, piperidinylmethylcarbonyl, methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 20 methylpiperazinyl, methylpiperidyl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, 25 pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-
- 30

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chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy,  
isopropoxy, methoxy and ethoxy;

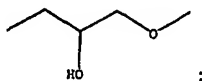
wherein R<sup>2</sup> is one or more substituents independently  
selected from

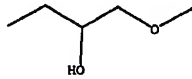
- 5                   H,  
                  halo,  
                  hydroxy,  
                  amino,  
                  C<sub>1-6</sub>-alkyl,  
10                  C<sub>1-6</sub>-haloalkyl,  
                  C<sub>1-6</sub>-alkoxy,  
                  C<sub>1-2</sub>-alkylamino,  
                  aminosulfonyl,  
                  C<sub>3-6</sub>-cycloalkyl,  
15                  cyano,  
                  C<sub>1-2</sub>-hydroxyalkyl,  
                  nitro,  
                  C<sub>2-3</sub>-alkenyl,  
                  C<sub>2-3</sub>-alkynyl,  
20                  C<sub>1-6</sub>-haloalkoxy,  
                  C<sub>1-6</sub>-carboxyalkyl,  
                  5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
                  unsubstituted or substituted phenyl and  
                  unsubstituted or substituted 4-6 membered  
25                  heterocyclyl;  
                  preferably H, chloro, fluoro, bromo, amino, hydroxy,  
                  methyl, ethyl, propyl, oxo, dimethylamino,  
                  aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
                  nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
30                  trifluoromethoxy, carboxymethyl,  
                  morpholinylethylamino, propynyl, unsubstituted or  
                  substituted phenyl and unsubstituted or  
                  substituted heteroaryl selected from

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thienyl, furanyl, pyridyl, imidazolyl, and  
pyrazolyl;

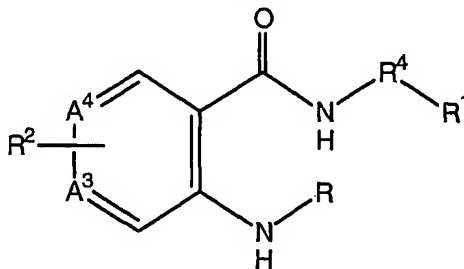
wherein  $R^4$  is selected from a direct bond,  $C_{1-4}$ -alkyl, and



5 preferably direct bond, ethyl, butyl, and  ;  
wherein  $R^e$  and  $R^f$  are independently selected from H and  $C_{1-2}$ -  
haloalkyl,  
preferably  $-CF_3$ ; and

wherein  $R^7$  is selected from H,  $C_{1-3}$ -alkyl, optionally  
10 substituted phenyl- $C_{1-3}$ -alkyl, 4-6 membered  
heterocyclyl, optionally substituted 4-6 membered  
heterocyclyl- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-2}$ -alkyl and  $C_{1-3}$ -  
alkoxy- $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl.

15 The invention also relates to compounds of Formula IV



IV

wherein  $A^3$  is selected from  $CR^2$  and N;

wherein  $A^4$  is selected from  $CR^2$  and N; provided one of  $A^3$  and  
20  $A^4$  is not  $CR^2$ ;

wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused  
nitrogen-containing heteroaryl,

preferably indolyl, isoindolyl, indazolyl,

25 quinolyl, isoquinolyl, naphthyridinyl and  
quinoxalinyl,

more preferably 5-indazolyl and 6-indazolyl,

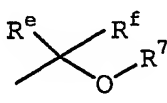
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even more preferably 6-indazolyl,  
where R is substituted with one or more substituents  
selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
5 C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted  
heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
heterocyclylalkoxy,  
preferably chloro, fluoro, amino, hydroxy, methyl,  
10 ethyl, propyl, trifluoromethyl,  
dimethylaminopropynyl, 1-methylpiperdinylmethoxy,  
dimethylaminoethoxyethoxy, methoxy and ethoxy;  
wherein R<sup>1</sup> is selected from unsubstituted or substituted  
aryl,  
15 preferably phenyl, tetrahydronaphthyl, indanyl,  
indenyl and naphthyl,  
cycloalkyl,  
preferably cyclohexyl,  
4-6 membered heterocyclyl,  
20 preferably isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,  
25 preferably 1,2-dihydroquinolyl, 1,2,3,4-  
tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinoxalinyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
30 5,6,7-trihydro-1,2,4-triazolo[3,4-  
a]isoquinolyl, tetrahydroquinolinyl,  
indazolyl, benzo[d]isothiazolyl, 2,1,3-  
benzothiadiaazolyl, benzodioxanyl,

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benzothienyl, benzofuryl, benzimidazolyl,  
benzoxazolyl and benzthiazolyl;

wherein R<sup>1</sup> is substituted with one or more substituents  
selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
5 C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkylenyl, optionally substituted 4-6 membered  
10 heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
4-6 membered heterocyclyl, optionally substituted 4-6  
membered heterocyclyloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
15 optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
20 cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy,

25 preferably bromo, chloro, fluoro, iodo, nitro, amino,  
cyano, aminoethyl, Boc-aminoethyl, hydroxy,  
aminosulfonyl, 4-methylpiperazinylsulfonyl,  
cyclohexyl, phenyl, phenylmethyl,  
morpholinylmethyl, methylpiperazinylmethyl,  
30 methylpiperazinylpropyl, morpholinylpropyl,  
methylpiperidinylmethyl, morpholinylethyl, 1-(4-  
morpholinyl)-2,2-dimethylpropyl, piperidinylethyl,  
piperidinylmethyl, piperidinylpropyl,

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pyrrolidinylpropyl, pyrrolidinylpropenyl,  
pyrrolidinylbutenyl, fluorosulfonyl,  
methylsulfonyl, methylcarbonyl,  
piperidinylmethylcarbonyl,  
5 methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-  
ethoxycarbonyl-2-methyl-fur-5-yl,  
methylpiperazinyl, methylpiperidyl, 1-methyl-  
(1,2,3,6-tetrahydropyridyl), imidazolyl,  
morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
10 hydroxybutyl, methyl, ethyl, propyl, isopropyl,  
butyl, tert-butyl, sec-butyl, trifluoromethyl,  
pentafluoroethyl, nonafluorobutyl,  
dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-  
hydroxymethyl, 1,1-di(trifluoromethyl)-1-  
15 (piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-  
1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-  
hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-  
aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
isopropylamino)ethyl, dimethylaminoethoxy, 4-  
20 chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy,  
isopropoxy, methoxy and ethoxy;

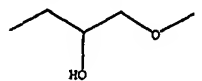
wherein R<sup>2</sup> is one or more substituents independently  
selected from

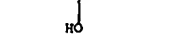
H,  
25 halo,  
hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
30 C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,  
aminosulfonyl,  
C<sub>3-6</sub>-cycloalkyl,  
cyano,

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C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 5 C<sub>1-6</sub>-haloalkoxy,  
 C<sub>1-6</sub>-carboxyalkyl,  
 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 10 heterocyclyl;  
 preferably H, chloro, fluoro, bromo, amino, hydroxy,  
 methyl, ethyl, propyl, oxo, dimethylamino,  
 aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
 nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
 15 trifluoromethoxy, carboxymethyl,  
 morpholinylethylamino, propynyl, unsubstituted or  
 substituted phenyl and unsubstituted or  
 substituted heteroaryl selected from  
 thienyl, furanyl, pyridyl, imidazolyl, and  
 20 pyrazolyl;

wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



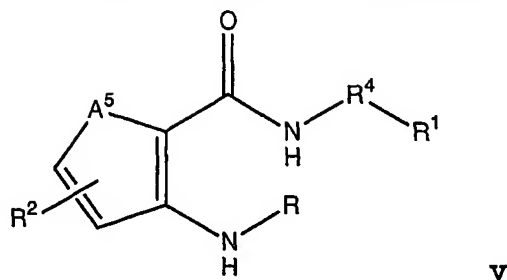
preferably direct bond, ethyl, butyl, and ;  
 wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-  
 25 haloalkyl,  
 preferably -CF<sub>3</sub>; and

wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
 substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered  
 heterocyclyl, optionally substituted 4-6 membered  
 30 heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-  
 alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl.



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The invention also relates to compounds of Formula V



wherein A<sup>5</sup> is selected from S, O and NR<sup>6</sup>;

5 wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused  
nitrogen-containing heteroaryl,

preferably indolyl, isoindolyl, indazolyl,  
quinolyl, isoquinolyl, naphthyridinyl and  
10 quinoxalinylyl,

more preferably 5-indazolyl and 6-indazolyl,  
even more preferably 6-indazolyl,

where R is substituted with one or more substituents  
selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
15 haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted  
heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
heterocyclylalkoxy,

20 preferably chloro, fluoro, amino, hydroxy, methyl,  
ethyl, propyl, trifluoromethyl,  
dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
dimethylaminoethoxyethoxy, methoxy and ethoxy;

wherein R<sup>1</sup> is selected from unsubstituted or substituted  
25 aryl,

preferably phenyl, tetrahydronaphthyl, indanyl,  
indenyl and naphthyl,  
cycloalkyl,  
preferably cyclohexyl,

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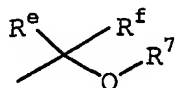
4-6 membered heterocyclyl,  
preferably isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and


5 9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,  
preferably 1,2-dihydroquinolyl, 1,2,3,4-  
tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
10 1H-indolyl, naphthyridinyl, quinoxalinyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
5,6,7-trihydro-1,2,4-triazolo[3,4-  
a]isoquinolyl, benzo[d]isothiazolyl,  
tetrahydroquinolinyl, indazolyl, 2,1,3-  
15 benzothiadiazolyl, benzodioxanyl,  
benzothienyl, benzofuryl, benzimidazolyl,  
benzoxazolyl and benzthiazolyl;

wherein R<sup>1</sup> is substituted with one or more substituents  
selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
20 C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkylenyl, optionally substituted 4-6 membered  
25 heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
4-6 membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
30 optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,

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cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>



5 4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy,  
preferably bromo, chloro, fluoro, iodo, nitro, amino,  
cyano, aminoethyl, Boc-aminoethyl, hydroxy,  
aminosulfonyl, 4-methylpiperazinylsulfonyl,  
cyclohexyl, phenyl, phenylmethyl,  
10 morpholinylmethyl, methylpiperazinylmethyl,  
methylpiperazinylpropyl, morpholinylpropyl,  
methylpiperidinylmethyl, morpholinylethyl, 1-(4-  
morpholinyl)-2,2-dimethylpropyl, piperidinylethyl,  
piperidinylmethyl, piperidinylpropyl,  
15 pyrrolidinylpropyl, pyrrolidinylpropenyl,  
pyrrolidinylbutenyl, fluorosulfonyl,  
methylsulfonyl, methylcarbonyl,  
piperidinylmethylcarbonyl,  
methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-  
20 ethoxycarbonyl-2-methyl-fur-5-yl,  
methylpiperazinyl, methylpiperidyl, 1-methyl-  
(1,2,3,6-tetrahydropyridyl), imidazolyl,  
morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
hydroxybutyl, methyl, ethyl, propyl, isopropyl,  
25 butyl, tert-butyl, sec-butyl, trifluoromethyl,  
pentafluoroethyl, nonafluorobutyl,  
dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-  
hydroxymethyl, 1,1-di(trifluoromethyl)-1-  
(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-  
30 1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-  
hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-  
aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
isopropylamino)ethyl, dimethylaminoethoxy, 4-

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chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy,  
isopropoxy, methoxy and ethoxy;

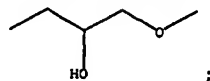
wherein R<sup>2</sup> is one or more substituents independently  
selected from

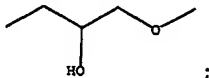
- 5                   H,  
                  halo,  
                  hydroxy,  
                  amino,  
                  C<sub>1-6</sub>-alkyl,  
10                  C<sub>1-6</sub>-haloalkyl,  
                  C<sub>1-6</sub>-alkoxy,  
                  C<sub>1-2</sub>-alkylamino,  
                  aminosulfonyl,  
                  C<sub>3-6</sub>-cycloalkyl,  
15                  cyano,  
                  C<sub>1-2</sub>-hydroxyalkyl,  
                  nitro,  
                  C<sub>2-3</sub>-alkenyl,  
                  C<sub>2-3</sub>-alkynyl,  
20                  C<sub>1-6</sub>-haloalkoxy,  
                  C<sub>1-6</sub>-carboxyalkyl,  
                  5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
                  unsubstituted or substituted phenyl and  
                  unsubstituted or substituted 4-6 membered  
25                  heterocyclyl;  
                  preferably H, chloro, fluoro, bromo, amino, hydroxy,  
                  methyl, ethyl, propyl, oxo, dimethylamino,  
                  aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
                  nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
30                  trifluoromethoxy, carboxymethyl,  
                  morpholinylethylamino, propynyl, unsubstituted or  
                  substituted phenyl and unsubstituted or  
                  substituted heteroaryl selected from

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thienyl, furanyl, pyridyl, imidazolyl, and  
pyrazolyl;

wherein  $R^4$  is selected from a direct bond,  $C_{1-4}$ -alkyl, and



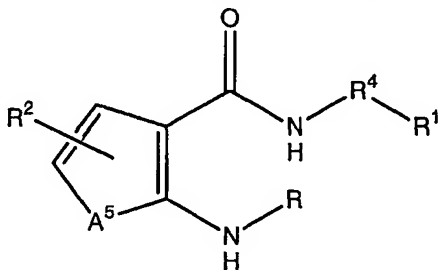
5 preferably direct bond, ethyl, butyl, and  ;  
wherein  $R^e$  and  $R^f$  are independently selected from H and  $C_{1-2}$ -  
haloalkyl,  
preferably  $-CF_3$ ;

wherein  $R^6$  is H or  $C_{1-2}$ -alkyl, preferably H or methyl; and

10 wherein  $R^7$  is selected from H,  $C_{1-3}$ -alkyl, optionally  
substituted phenyl- $C_{1-3}$ -alkyl, 4-6 membered  
heterocyclyl, optionally substituted 4-6 membered  
heterocyclyl- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-2}$ -alkyl and  $C_{1-3}$ -  
alkoxy- $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl.

15

The invention also relates to compounds of Formula VI



VI

wherein  $A^5$  is selected from S, O and  $NR^6$ ;

20 wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused  
nitrogen-containing heteroaryl,  
preferably indolyl, isoindolyl, indazolyl,  
quinolyl, isoquinolyl, naphthyridinyl and  
25 quinoxalinyl,  
more preferably 5-indazolyl and 6-indazolyl,

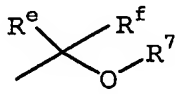
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even more preferably 6-indazolyl,  
where R is substituted with one or more substituents  
selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
5 C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted  
heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
heterocyclylalkoxy,  
preferably chloro, fluoro, amino, hydroxy, methyl,  
10 ethyl, propyl, trifluoromethyl,  
dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
dimethylaminoethoxyethoxy, methoxy and ethoxy;  
wherein R<sup>1</sup> is selected from unsubstituted or substituted  
aryl,  
15 preferably phenyl, tetrahydronaphthyl, indanyl,  
indenyl and naphthyl,  
cycloalkyl,  
preferably cyclohexyl,  
4-6 membered heterocyclyl,  
20 preferably isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,  
25 preferably 1,2-dihydroquinolyl, 1,2,3,4-  
tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinoxalinyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
30 5,6,7-trihydro-1,2,4-triazolo[3,4-  
a]isoquinolyl, benzo[d]isothiazolyl,  
tetrahydroquinolinyl, indazolyl, 2,1,3-  
benzothiadiazolyl, benzodioxanyl,

- 40 -

benzothienyl, benzofuryl, benzimidazolyl,  
benzoxazolyl and benzthiazolyl;

wherein R<sup>1</sup> is substituted with one or more substituents  
selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
5 C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkylenyl, optionally substituted 4-6 membered  
10 heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
4-6 membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
15 optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
20 cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy,

25 preferably bromo, chloro, fluoro, iodo, nitro, amino,  
cyano, aminoethyl, Boc-aminoethyl, hydroxy,  
aminosulfonyl, 4-methylpiperazinylsulfonyl,  
cyclohexyl, phenyl, phenylmethyl,  
morpholinylmethyl, methylpiperazinylmethyl,  
30 methylpiperazinylpropyl, morpholinylpropyl,  
methylpiperidinylmethyl, morpholinylethyl, 1-(4-  
morpholinyl)-2,2-dimethylpropyl, piperidinylethyl,  
piperidinylmethyl, piperidinylpropyl,

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pyrrolidinylpropyl, pyrrolidinylpropenyl,  
pyrrolidinylbutenyl, fluorosulfonyl,  
methylsulfonyl, methylcarbonyl,  
piperidinylmethylcarbonyl,  
5 methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-  
ethoxycarbonyl-2-methyl-fur-5-yl,  
methylpiperazinyl, methylpiperidyl, 1-methyl-  
(1,2,3,6-tetrahydropyridyl), imidazolyl,  
morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
10 hydroxybutyl, methyl, ethyl, propyl, isopropyl,  
butyl, tert-butyl, sec-butyl, trifluoromethyl,  
pentafluoroethyl, nonafluorobutyl,  
dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-  
hydroxymethyl, 1,1-di(trifluoromethyl)-1-  
15 (piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-  
1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-  
hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-  
aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
isopropylamino)ethyl, dimethylaminoethoxy, 4-  
20 chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy,  
isopropoxy, methoxy and ethoxy;

wherein R<sup>2</sup> is one or more substituents independently  
selected from

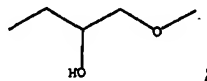
25 H,  
halo,  
hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
30 C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,  
aminosulfonyl,  
C<sub>3-6</sub>-cycloalkyl,  
cyano,

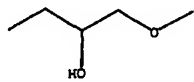


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C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 5 C<sub>1-6</sub>-haloalkoxy,  
 C<sub>1-6</sub>-carboxyalkyl,  
 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 10 heterocyclyl;  
 preferably H, chloro, fluoro, bromo, amino, hydroxy,  
 methyl, ethyl, propyl, oxo, dimethylamino,  
 aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
 nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
 15 trifluoromethoxy, carboxymethyl,  
 morpholinylethylamino, propynyl, unsubstituted or  
 substituted phenyl and unsubstituted or  
 substituted heteroaryl selected from  
 thienyl, furanyl, pyridyl, imidazolyl, and  
 20 pyrazolyl;

wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and

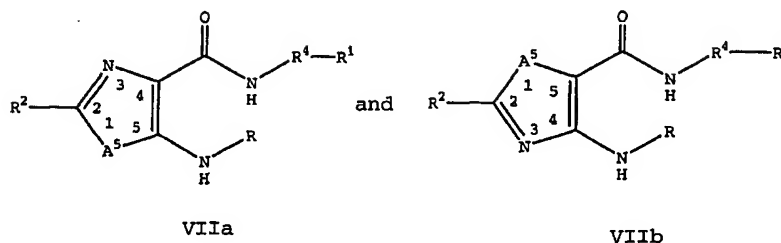


preferably direct bond, ethyl, butyl, and  ;  
 wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-  
 25 haloalkyl,  
 preferably -CF<sub>3</sub>;

wherein R<sup>6</sup> is H or C<sub>1-2</sub>-alkyl, preferably H or methyl; and  
 wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
 substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered  
 30 heterocyclyl, optionally substituted 4-6 membered  
 heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-  
 alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl.

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The invention also relates to compounds of Formulas VIIa and VIIb



wherein A<sup>5</sup> is selected from S, O and NR<sup>6</sup>;

wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused

nitrogen-containing heteroaryl,

preferably indolyl, isoindolyl, indazolyl,

quinolyl, isoquinolyl, naphthyridinyl and

quinoxalinyl,

more preferably 5-indazolyl and 6-indazolyl,

even more preferably 6-indazolyl,

where R is substituted with one or more substituents

selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-

haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,

C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-

alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted

heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted

heterocyclylalkoxy,

preferably chloro, fluoro, amino, hydroxy, methyl,

ethyl, propyl, trifluoromethyl,

dimethylaminopropynyl, 1-methylpiperidinylmethoxy,

dimethylaminoethoxyethoxy, methoxy and ethoxy;

wherein R<sup>1</sup> is selected from unsubstituted or substituted

aryl,

preferably phenyl, tetrahydronaphthyl, indanyl,

indenyl and naphthyl,

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cycloalkyl,  
preferably cyclohexyl,  
4-6 membered heterocyclyl,  
preferably isoxazolyl, pyrazolyl, thiazolyl,  
5 thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,  
preferably 1,2-dihydroquinolyl, -1,2,3,4-  
10 tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinoxalinyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
5,6,7-trihydro-1,2,4-triazolo[3,4-  
15 a]isoquinolyl, tetrahydroquinolinyl,  
indazolyl, 2,1,3-benzothiadiazolyl,  
benzo[d]isothiazolyl, benzodioxanyl,  
benzothienyl, benzofuryl, benzimidazolyl,  
benzoxazolyl and benzthiazolyl;  
20 wherein R<sup>1</sup> is substituted with one or more substituents  
selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
haloalkoxy, optionally substituted phenyloxy,  
25 optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkyl, optionally substituted 4-6 membered  
heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenyl, optionally substituted 4-6  
membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
30 membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6

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membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
 haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
 cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
 C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
 5 alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
 alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-4</sub>-  

$$\begin{array}{c} R^e \quad R^f \\ \diagdown \quad \diagup \\ \quad O \quad R^7 \end{array}$$
 4-alkyl, C<sub>1-4</sub>-hydroxyalkyl, and C<sub>1-4</sub>-alkoxy,  
 preferably bromo, chloro, fluoro, iodo, nitro, amino,  
 cyano, aminoethyl, Boc-aminoethyl, hydroxy,  
 10 aminosulfonyl, 4-methylpiperazinylsulfonyl,  
 cyclohexyl, phenyl, phenylmethyl,  
 morpholinylmethyl, methylpiperazinylmethyl,  
 methylpiperazinylpropyl, morpholinylpropyl,  
 methylpiperidinylmethyl, morpholinylethyl, 1-(4-  
 15 morpholinyl)-2,2-dimethylpropyl, piperidinylethyl,  
 piperidinylmethyl, piperidinylpropyl,  
 pyrrolidinylpropyl, pyrrolidinylpropenyl,  
 pyrrolidinylbutenyl, fluorosulfonyl,  
 methylsulfonyl, methylcarbonyl,  
 20 piperidinylmethylcarbonyl,  
 methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-  
 ethoxycarbonyl-2-methyl-fur-5-yl,  
 methylpiperazinyl, methylpiperidyl, 1-methyl-  
 (1,2,3,6-tetrahydropyridyl), imidazolyl,  
 25 morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
 hydroxybutyl, methyl, ethyl, propyl, isopropyl,  
 butyl, tert-butyl, sec-butyl, trifluoromethyl,  
 pentafluoroethyl, nonafluorobutyl,  
 dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-  
 30 hydroxymethyl, 1,1-di(trifluoromethyl)-1-  
 (piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-  
 1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-  
 hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-

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aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy, isopropoxy, methoxy and ethoxy;

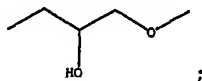
5 wherein R<sup>2</sup> is one or more substituents independently selected from

H,  
halo,  
hydroxy,  
10 amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,  
15 aminosulfonyl,  
C<sub>3-6</sub>-cycloalkyl,  
cyano,  
C<sub>1-2</sub>-hydroxyalkyl,  
nitro,  
20 C<sub>2-3</sub>-alkenyl,  
C<sub>2-3</sub>-alkynyl,  
C<sub>1-6</sub>-haloalkoxy,  
C<sub>1-6</sub>-carboxyalkyl,  
5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
25 unsubstituted or substituted phenyl and  
unsubstituted or substituted 4-6 membered  
heterocyclyl;  
preferably H, chloro, fluoro, bromo, amino, hydroxy,  
methyl, ethyl, propyl, oxo, dimethylamino,  
30 aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
trifluoromethoxy, carboxymethyl,  
morpholinylethylamino, propynyl, unsubstituted or

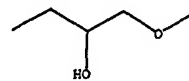
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substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl, furanyl, pyridyl, imidazolyl, and pyrazolyl;

5 wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



preferably direct bond, ethyl, butyl, and



wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl,

10 preferably -CF<sub>3</sub>;

wherein R<sup>6</sup> is H or C<sub>1-2</sub>-alkyl, preferably H or methyl; and

wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally

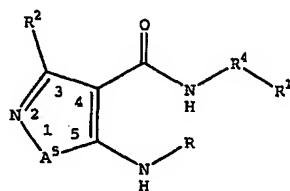
substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered

heterocyclyl, optionally substituted 4-6 membered

15 heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl.

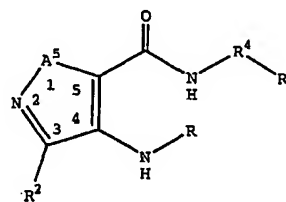
The invention also relates to compounds of Formulas VIIIA and VIIIB

20



VIIIA

and



VIIIB

wherein A<sup>5</sup> is selected from S, O and NR<sup>6</sup>;

wherein R is selected from

25 unsubstituted or substituted 9- or 10-membered fused nitrogen-containing heteroaryl,

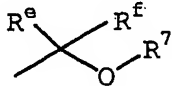
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preferably indolyl, isoindolyl, indazolyl,  
quinolyl, isoquinolyl, naphthyridinyl and  
quinoxalinyl,  
more preferably 5-indazolyl and 6-indazolyl,  
5 even more preferably 6-indazolyl,  
where R is substituted with one or more substituents  
selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
10 alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted  
heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
heterocyclylalkoxy,  
preferably chloro, fluoro, amino, hydroxy, methyl,  
ethyl, propyl, trifluoromethyl,  
15 dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
dimethylaminoethoxyethoxy, methoxy and ethoxy;  
wherein R<sup>1</sup> is selected from unsubstituted or substituted  
aryl,  
preferably phenyl, tetrahydronaphthyl, indanyl,  
20 indenyl and naphthyl,  
cycloalkyl,  
preferably cyclohexyl,  
4-6 membered heterocyclyl,  
preferably isoxazolyl, pyrazolyl, thiazolyl,  
25 thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,  
preferably 1,2-dihydroquinolyl, 1,2,3,4-  
30 tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinoxalinyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
5,6,7-trihydro-1,2,4-triazolo[3,4-

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alisoquinolyl, tetrahydroquinolyl,  
indazolyl, benzo[d]isothiazolyl, 2,1,3-  
benzothiadiazolyl, benzodioxanyl,  
benzothienyl, benzofuryl, benzimidazolyl,  
5 benzoxazolyl and benzthiazolyl;

wherein R<sup>1</sup> is substituted with one or more substituents  
selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
10 haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkyl, optionally substituted 4-6 membered  
heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
4-6 membered heterocyclyl, optionally substituted 4-6  
15 membered heterocyclyloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
20 heterocyclylcarbonyl, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
25 alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy,  
preferably bromo, chloro, fluoro, iodo, nitro, amino,  
cyano, aminoethyl, Boc-aminoethyl, hydroxy,  
30 aminosulfonyl, 4-methylpiperazinylsulfonyl,  
cyclohexyl, phenyl, phenylmethyl,  
morpholinylmethyl, methylpiperazinylmethyl,  
methylpiperazinylpropyl, morpholinylpropyl,



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methylnpiperidinylmethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidinylethyl, piperidinylmethyl, piperidinylpropyl, pyrrolidinylpropyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, piperidinylmethylcarbonyl, methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, methylnpiperazinyl, methylnpiperidyl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, 1-methylnpiperidin-4-yloxy, isopropoxy, methoxy and ethoxy;

wherein R<sup>2</sup> is one or more substituents independently selected from

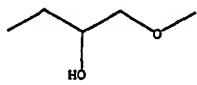
H,  
halo,  
hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,

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5 aminosulfonyl,  
 C<sub>3-6</sub>-cycloalkyl,  
 cyano,  
 C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 C<sub>1-6</sub>-haloalkoxy,  
 C<sub>1-6</sub>-carboxyalkyl,  
 10 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 heterocyclyl;  
 preferably H, chloro, fluoro, bromo, amino, hydroxy,  
 15 methyl, ethyl, propyl, oxo, dimethylamino,  
 aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
 nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
 trifluoromethoxy, carboxymethyl,  
 morpholinylethylamino, propynyl, unsubstituted or  
 20 substituted phenyl and unsubstituted or  
 substituted heteroaryl selected from  
 thienyl, furanyl, pyridyl, imidazolyl, and  
 pyrazolyl;

wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



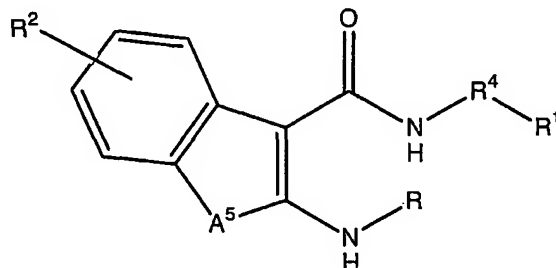
preferably direct bond, ethyl, butyl, and  ;  
 wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-  
 haloalkyl,  
 preferably -CF<sub>3</sub>;

30 wherein R<sup>6</sup> is H or C<sub>1-2</sub>-alkyl, preferably H or methyl; and  
 wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
 substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered

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heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl.

5 The invention also relates to compounds of Formula IX



IX

wherein A<sup>5</sup> is selected from S, O and NR<sup>6</sup>;

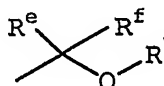
wherein R is selected from

- 10        unsubstituted or substituted 9- or 10-membered fused  
              nitrogen-containing heteroaryl,  
              preferably indolyl, isoindolyl, indazolyl,  
              quinolyl, isoquinolyl, naphthyridinyl and  
              quinoxalinyl,
- 15        more preferably 5-indazolyl and 6-indazolyl,  
              even more preferably 6-indazolyl,
- where R is substituted with one or more substituents  
              selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
              haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
20        C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
              alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted  
              heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
              heterocyclylalkoxy,  
              preferably chloro, fluoro, amino, hydroxy, methyl,  
25        ethyl, propyl, trifluoromethyl,  
              dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
              dimethylaminoethoxyethoxy, methoxy and ethoxy;
- wherein R<sup>1</sup> is selected from unsubstituted or substituted  
              aryl,

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preferably phenyl, tetrahydronaphthyl, indanyl,  
indenyl and naphthyl,  
cycloalkyl,  
preferably cyclohexyl,  
5 4-6 membered heterocyclyl,  
preferably isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
10 tricyclic heterocyclyl,  
preferably 1,2-dihydroquinolyl, 1,2,3,4-  
tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinoxalyl,  
15 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
5,6,7-trihydro-1,2,4-triazolo[3,4-  
a]isoquinolyl, tetrahydroquinolinyl,  
indazolyl, 2,1,3-benzothiadiazolyl,  
benzo[d]isothiazolyl, benzodioxanyl,  
20 benzothienyl, benzofuryl, benzimidazolyl,  
benzoxazolyl and benzthiazolyl;  
wherein R<sup>1</sup> is substituted with one or more substituents  
selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
25 optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkyl, optionally substituted 4-6 membered  
heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
30 4-6 membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
optionally substituted 4-6 membered heterocyclylamino,

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- optionally substituted 4-6 membered heterocyclylcarbonyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,
- 5 cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>
- 4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy,
- 10 preferably bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, methylpiperazinylmethyl,
- 15 methylpiperazinylpropyl, morpholinylpropyl, methylpiperidinylmethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidinylethyl, piperidinylmethyl, piperidinylpropyl, pyrrolidinylpropyl, pyrrolidinylpropenyl,
- 20 pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, piperidinylmethylcarbonyl, methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl,
- 25 methylpiperazinyl, methylpiperidyl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl,
- 30 pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-

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1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy, isopropoxy, methoxy and ethoxy;

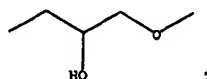
wherein R<sup>2</sup> is one or more substituents independently selected from

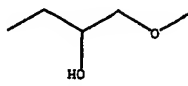
H,  
halo,  
hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,  
aminosulfonyl,  
C<sub>3-6</sub>-cycloalkyl,  
cyano,  
C<sub>1-2</sub>-hydroxyalkyl,  
nitro,  
C<sub>2-3</sub>-alkenyl,  
C<sub>2-3</sub>-alkynyl,  
C<sub>1-6</sub>-haloalkoxy,  
C<sub>1-6</sub>-carboxyalkyl,  
5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
unsubstituted or substituted phenyl and  
unsubstituted or substituted 4-6 membered  
heterocyclyl;  
preferably H, chloro, fluoro, bromo, amino, hydroxy,  
methyl, ethyl, propyl, oxo, dimethylamino,  
aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
trifluoromethoxy, carboxymethyl,

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morpholinylethylamino, propynyl, unsubstituted or substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl, furanyl, pyridyl, imidazolyl, and pyrazolyl;

wherein  $R^4$  is selected from a direct bond,  $C_{1-4}$ -alkyl, and



preferably direct bond, ethyl, butyl, and ; wherein  $R^e$  and  $R^f$  are independently selected from H and  $C_{1-2}$ -haloalkyl, preferably  $-CF_3$ ;

wherein  $R^6$  is H or  $C_{1-2}$ -alkyl, preferably H or methyl; and

wherein  $R^7$  is selected from H,  $C_{1-3}$ -alkyl, optionally

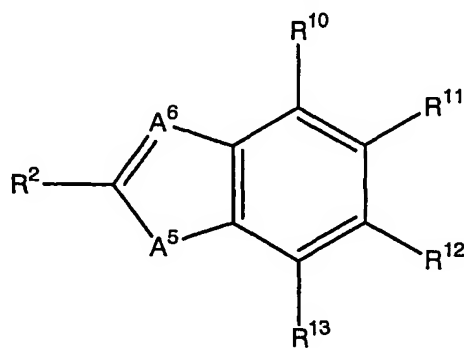
substituted phenyl- $C_{1-3}$ -alkyl, 4-6 membered

heterocyclyl, optionally substituted 4-6 membered

heterocyclyl- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-2}$ -alkyl and  $C_{1-3}$ -

alkoxy- $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl.

The invention also relates to compounds of Formula X



X

wherein  $A^5$  is selected from S, O and  $NR^6$ ;

wherein  $A^6$  is selected from N and  $CR^2$ ;

wherein R is selected from

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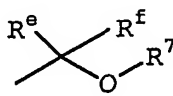
unsubstituted or substituted 9- or 10-membered fused  
nitrogen-containing heteroaryl,  
preferably indolyl, isoindolyl, indazolyl,  
quinolyl, isoquinolyl, naphthyridinyl and  
5 quinozaliny, more preferably 5-indazolyl and 6-indazolyl,  
even more preferably 6-indazolyl,  
where R is substituted with one or more substituents  
selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
10 haloalkyl, C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
alkoxy-C<sub>1-6</sub>-alkoxy, optionally substituted  
heterocyclyl-C<sub>2-4</sub>-alkynyl, and optionally substituted  
heterocyclylalkoxy,  
15 preferably chloro, fluoro, amino, hydroxy, methyl,  
ethyl, propyl, trifluoromethyl,  
dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
dimethylaminoethoxyethoxy, methoxy and ethoxy;  
wherein R<sup>1</sup> is selected from unsubstituted or substituted  
20 aryl,  
preferably phenyl, tetrahydronaphthyl, indanyl,  
indenyl and naphthyl,  
cycloalkyl,  
preferably cyclohexyl,  
25 4-6 membered heterocyclyl,  
preferably isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl  
and pyridazinyl, and  
9-10 membered bicyclic and 13-14 membered  
30 tricyclic heterocyclyl,  
preferably 1,2-dihydroquinolyl, 1,2,3,4-  
tetrahydro-isoquinolyl, isoquinolyl,  
quinolyl, indolyl, isoindolyl, 2,3-dihydro-  
1H-indolyl, naphthyridinyl, quinozaliny,



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2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl,  
 5,6,7-trihydro-1,2,4-triazolo[3,4-  
 a]isoquinolyl, tetrahydroquinolyl,  
 indazolyl, 2,1,3-benzothiadiazolyl,  
 5 benzo[d]isothiazolyl, benzodioxanyl,  
 benzothienyl, benzofuryl, benzimidazolyl,  
 benzoxazolyl and benzthiazolyl;

wherein R<sup>1</sup> is substituted with one or more substituents  
 selected from halo, C<sub>1-4</sub>-alkyl, optionally substituted  
 10 C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
 optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1-2</sub>-  
 haloalkoxy, optionally substituted phenyloxy,  
 optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
 alkylenyl, optionally substituted 4-6 membered  
 15 heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted  
 4-6 membered heterocyclyl, optionally substituted 4-6  
 membered heterocycliloxy, optionally substituted 4-6  
 membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
 substituted 4-6 membered heterocyclylsulfonyl,  
 20 optionally substituted 4-6 membered heterocyclylamino,  
 optionally substituted 4-6 membered  
 heterocyclylcarbonyl, optionally substituted 4-6  
 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
 haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
 25 cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
 C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
 alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
 alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy,  
 30 preferably bromo, chloro, fluoro, iodo, nitro, amino,  
 cyano, aminoethyl, Boc-aminoethyl, hydroxy,  
 aminosulfonyl, 4-methylpiperazinylsulfonyl,  
 cyclohexyl, phenyl, phenylmethyl,

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morpholinylmethyl, methylpiperazinylmethyl,  
methylpiperazinylpropyl, morpholinylpropyl,  
methylpiperidinylmethyl, morpholinylethyl, 1-(4-  
morpholinyl)-2,2-dimethylpropyl, piperidinylethyl,  
5 piperidinylmethyl, piperidinylpropyl,  
pyrrolidinylpropyl, pyrrolidinylpropenyl,  
pyrrolidinylbutenyl, fluorosulfonyl,  
methylsulfonyl, methylcarbonyl,  
piperidinylmethylcarbonyl,  
10 methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-  
ethoxycarbonyl-2-methyl-fur-5-yl,  
methylpiperazinyl, methylpiperidyl, 1-methyl-  
(1,2,3,6-tetrahydropyridyl), imidazolyl,  
morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
15 hydroxybutyl, methyl, ethyl, propyl, isopropyl,  
butyl, tert-butyl, sec-butyl, trifluoromethyl,  
pentafluoroethyl, nonafluorobutyl,  
dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-  
hydroxymethyl, 1,1-di(trifluoromethyl)-1-  
20 (piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-  
1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-  
hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-  
aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
isopropylamino)ethyl, dimethylaminoethoxy, 4-  
25 chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy,  
isopropoxy, methoxy and ethoxy;

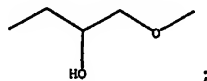
wherein R<sup>2</sup> is one or more substituents independently  
selected from

30 H,  
halo,  
hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,

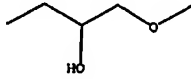
- 60 -

C<sub>1-6</sub>-alkoxy,  
 C<sub>1-2</sub>-alkylamino,  
 aminosulfonyl,  
 C<sub>3-6</sub>-cycloalkyl,  
 5 cyano,  
 C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 10 C<sub>1-6</sub>-haloalkoxy,  
 C<sub>1-6</sub>-carboxyalkyl,  
 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 15 heterocyclyl;  
 preferably H, chloro, fluoro, bromo, amino, hydroxy,  
 methyl, ethyl, propyl, oxo, dimethylamino,  
 aminosulfonyl, cyclopropyl, cyano, hydroxymethyl,  
 nitro, propenyl, trifluoromethyl, methoxy, ethoxy,  
 20 trifluoromethoxy, carboxymethyl,  
 morpholinylethylamino, propynyl, unsubstituted or  
 substituted phenyl and unsubstituted or  
 substituted heteroaryl selected from  
 thienyl, furanyl, pyridyl, imidazolyl, and  
 25 pyrazolyl;

wherein R<sup>d</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



;

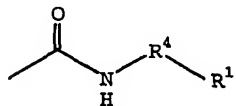
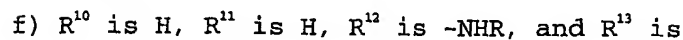
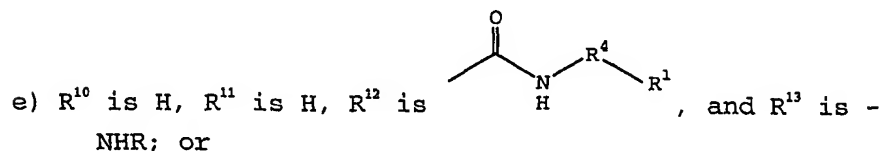
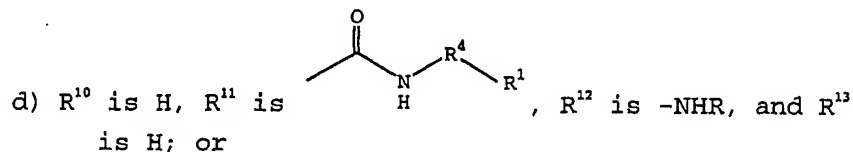
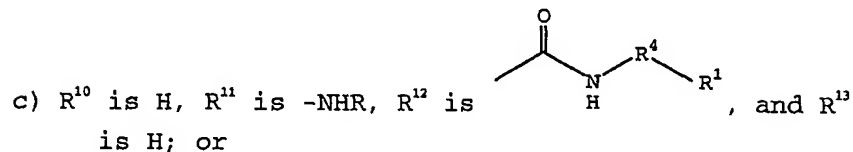
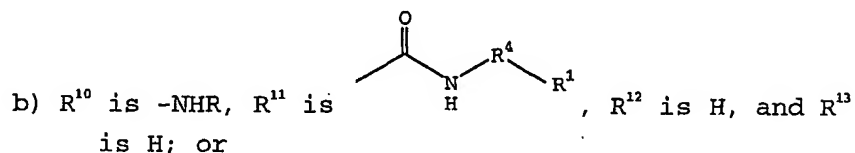
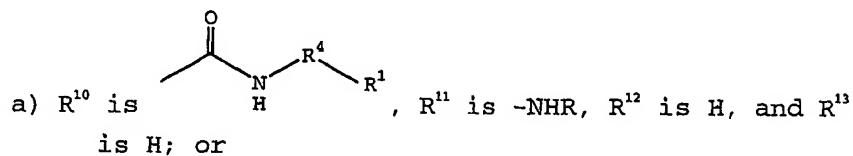
preferably direct bond, ethyl, butyl, and  ;  
 wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-  
 30 haloalkyl,  
 preferably -CF<sub>3</sub>;

wherein R<sup>g</sup> is H or C<sub>1-2</sub>-alkyl, preferably H or methyl;

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wherein  $R^7$  is selected from H,  $C_{1-3}$ -alkyl, optionally substituted phenyl- $C_{1-3}$ -alkyl, 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-2}$ -alkyl and  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl; and

wherein



A family of specific compounds of particular interest within Formula I consists of compounds and pharmaceutically-acceptable derivatives thereof as follows:

N-(4-Chlorophenyl) [2-(6-quinolylamino) (3-pyridyl)]carboxamide;

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- N-(4-Chlorophenyl) [2-(5-isoquinolylamino) (3-pyridyl)]carboxamide;
- N-(4-Chlorophenyl) [2-(1H-indazol-5-ylamino) (3-pyridyl)]carboxamide;
- 5 N-(4-Chlorophenyl) [2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- 2-(1H-Indazol-6-ylamino)-N-(4-isopropyl-phenyl)nicotinamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[3-(methylethyl)phenyl]carboxamide;
- 10 [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[4-(methylpropyl)phenyl]carboxamide;
- N-[4-(tert-Butyl)phenyl] [2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[3-(trifluoromethyl)phenyl]carboxamide;
- 15 N-[3-(tert-Butyl)phenyl] [2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- 2-(1H-Indazol-6-ylamino)-N-(4-{2,2,2-trifluoro-1-[2-(2-methoxy-ethoxy)-ethoxy]-1-trifluoromethyl-ethyl)-phenyl)-
- 20 nicotinamide trifluoroacetate;
- [2-(Benzotriazol-6-ylamino) (3-pyridyl)]-N-[4-(tert-butyl)phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-(3-phenylpyrazol-5-yl)carboxamide;
- 25 N-(4-Chloro-3-sulfamoylphenyl) [2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-(4-methyl-2-oxo-1,2-dihydroquinol-7-yl)carboxamide;
- N-[4-(Methylethyl)phenyl] {2-[(4-methyl-2-oxo(7-
- 30 hydroquinolyl)) amino] (3-pyridyl)}carboxamide;
- N-[5-(tert-Butyl)isoxazol-3-yl] [2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- N-[5-(tert-Butyl)-1-methylpyrazol-3-yl] [2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;

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- N-[4-(tert-Butyl)(1,3-thiazol-2-yl)][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-(4-Chlorophenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide hydrochloride;
- 5 N-[5-(tert-Butyl)(1,3,4-thiadiazol-2-yl)][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(1,1,2,2,3,3,4,4,4-nonafluorobutyl)phenyl]carboxamide;
- {2-[(1-Methyl(1H-indazol-6-yl))amino](3-pyridyl)]-N-[4-(methylethyl)phenyl]carboxamide;
- 10 N-[4-(tert-Butyl)phenyl]{2-[(7-bromo(1H-indazol-6-yl))amino](3-pyridyl)}carboxamide;
- 2-(1H-Indazol-6-ylamino)-N-[4-tert-butyl-3-(1,2,3,6-tetrahydropyridin-4-yl)phenyl]nicotinamide;
- 15 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{4-[2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl]phenyl}carboxamide;
- N-[5-(tert-Butyl)-2-methoxyphenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-[4-(tert-Butyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide hydrochloride;
- 20 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{6-[4-(trifluoromethyl)piperidyl](3-pyridyl)}carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(1-oxo(7-2,3,4-trihydroisoquinolyl))carboxamide;
- 25 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylethoxy)phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{4-[2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl]phenyl}carboxamide;
- N-(4-[(1S)-1-[(Methylethyl)amino]ethyl]phenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 30 N-[4-(tert-Butyl)-3-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(4-methylpiperazinyl)phenyl]carboxamide;

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- N-[4-(tert-Butyl)-2-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-{2-[2-(Dimethylamino)ethoxy]-5-(tert-butyl)phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 5 N-{3-[2-(Dimethylamino)ethoxy]phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 2-(1H-Indazol-6-ylamino)-N-[3-(2-pyrrolidin-1-yl-ethoxy)-4-trifluoromethyl-phenyl]-nicotinamide hydrochloride;
- N-(3-Hydroxy-4-methoxyphenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 10 N-{3-[2-(Dimethylamino)ethoxy]-4-methoxyphenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-methoxy-3-(1-methyl(4-piperidyl)oxy)phenyl]carboxamide;
- 15 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolin-2-yl)carboxamide;
- [2-({3-[2-(Dimethylamino)ethoxy](1H-indazol-6-yl)}amino)(3-pyridyl)]-N-[4-(tert-butyl)phenyl]carboxamide;
- N-[3,3-Dimethyl-1-(4-piperidylmethyl)indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 20 2-(1H-Indazol-6-ylamino)-N-(3-morpholin-4-ylmethyl-4-pentafluoroethyl-phenyl)-nicotinamide hydrochloride;
- N-[3,3-Dimethyl-1-(1-methyl-piperidin-4-ylmethyl)-2,3-dihydro-1H-indol-6-yl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 25 2-(1H-Indazol-6-ylamino)-N-(4-phenoxy-phenyl)-nicotinamide;
- [2-(1H-Indazol-5-ylamino)(3-pyridyl)]-N-(4-phenoxyphenyl)carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-phenylphenyl)carboxamide;
- 30 [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylsulfonyl)phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[1-(1-methyl(4-piperidyl))indolin-6-yl]carboxamide;

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- N-[3,3-Dimethyl-1-(1-methyl(4-piperidyl))indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;  
[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(1-methyl(4-piperidyl))indol-5-yl]carboxamide;
- 5 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(trifluoromethyl)phenyl]carboxamide;  
N-[3-[3-(Dimethylamino)propyl]-5-(trifluoromethyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;  
2-(1H-Indazol-6-ylamino)-N-(2-oxo-4-trifluoromethyl-2H-chromen-7-yl)-nicotinamide hydrochloride;
- 10 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[5-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-3-(trifluoromethyl)phenyl]carboxamide;  
[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(1-methyl(4-piperidyl))phenyl]carboxamide;
- 15 N-[4-(tert-Butyl)-3-(3-piperidylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;  
N-[3-((1E)-4-Pyrrolidinylbut-1-enyl)-4-(tert-butyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 20 N-[4-(tert-Butyl)-3-(3-pyrrolidinylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;  
N-[4-(tert-Butyl)-3-(3-morpholin-4-ylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 25 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{3-[3-(4-methylpiperazinyl)-3-oxopropyl]phenyl}carboxamide;  
[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{4-[3-(4-methylpiperazinyl)-3-oxopropyl]phenyl}carboxamide;  
[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{3-[3-(4-methylpiperazinyl)propyl]phenyl}carboxamide;
- 30 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{4-[3-(4-methylpiperazinyl)propyl]phenyl}carboxamide;  
[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[1-(2-morpholin-4-ylethyl)indol-6-yl]carboxamide;



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N-[4-(1,1-Dimethyl-3-morpholin-4-ylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;  
2-(1H-Indazol-6-ylamino)-N-(4-{2,2,2-trifluoro-1-[2-(2-methoxy-ethoxy)-ethoxy]-1-trifluoromethyl-ethyl}-phenyl)-  
5 nicotinamide;  
[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-[2,2,2-trifluoro-1-(2-piperidylethoxy)-1-(trifluoromethyl)ethyl]phenyl)carboxamide;  
N-[4-(*tert*-Butyl)phenyl][6-fluoro-2-(1H-indazol-6-  
10 ylamino)(3-pyridyl)]carboxamide;  
[6-Fluoro-2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylethyl)phenyl]carboxamide;  
[6-Fluoro-2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[3-(trifluoromethyl)phenyl]carboxamide; and  
15 {2-[(1-(2-Pyridyl)pyrrolidin-3-yl)amino](3-pyridyl)}-N-[3-(trifluoromethyl)phenyl]carboxamide.

### Indications

Compounds of the present invention would be useful  
20 for, but not limited to, the prevention or treatment of angiogenesis related diseases. The compounds of the invention have kinase inhibitory activity, such as VEGFR/KDR inhibitory activity. The compounds of the invention are useful in therapy as antineoplasia agents or to minimize  
25 deleterious effects of VEGF.

Compounds of the invention would be useful for the treatment of neoplasia including cancer and metastasis, including, but not limited to: carcinoma such as cancer of the bladder, breast, colon, kidney, liver, lung (including  
30 small cell lung cancer), esophagus, gall-bladder, ovary, pancreas, stomach, cervix, thyroid, prostate, and skin (including squamous cell carcinoma); hematopoietic tumors of lymphoid lineage (including leukemia, acute lymphocytic leukemia, acute lymphoblastic leukemia, B-cell lymphoma, T-cell-lymphoma, Hodgkin's lymphoma, non-Hodgkin's lymphoma,  
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hairy cell lymphoma and Burkett's lymphoma); hematopoietic tumors of myeloid lineage (including acute and chronic myelogenous leukemias, myelodysplastic syndrome and promyelocytic leukemia); tumors of mesenchymal origin  
5 (including fibrosarcoma and rhabdomyosarcoma, and other sarcomas, e.g. soft tissue and bone); tumors of the central and peripheral nervous system (including astrocytoma, neuroblastoma, glioma and schwannomas); and other tumors  
10 (including melanoma, seminoma, teratocarcinoma, osteosarcoma, xenoderma pigmentosum, keratocanthoma, thyroid follicular cancer and Kaposi's sarcoma).

Preferably, the compounds are useful for the treatment of neoplasia selected from lung cancer, colon cancer and breast cancer.

15 The compounds also would be useful for treatment of ophthalmological conditions such as corneal graft rejection, ocular neovascularization, retinal neovascularization including neovascularization following injury or infection, diabetic retinopathy, retrolental fibroplasia and  
20 neovascular glaucoma; retinal ischemia; vitreous hemorrhage; ulcerative diseases such as gastric ulcer; pathological, but non-malignant, conditions such as hemangiomas, including infantile hemangiomas, angiofibroma of the nasopharynx and avascular necrosis of bone; and disorders of the female  
25 reproductive system such as endometriosis. The compounds are also useful for the treatment of edema, and conditions of vascular hyperpermeability.

The compounds of the invention are useful in therapy of proliferative diseases. These compounds can be used for  
30 the treatment of an inflammatory rheumatoid or rheumatic disease, especially of manifestations at the locomotor apparatus, such as various inflammatory rheumatoid diseases, especially chronic polyarthritis including rheumatoid arthritis, juvenile arthritis or psoriasis arthropathy;

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paraneoplastic syndrome or tumor-induced inflammatory diseases, turbid effusions, collagenosis, such as systemic Lupus erythematosus, poly-myositis, dermatomyositis, systemic scleroderma or mixed collagenosis; postinfectious

5 arthritis (where no living pathogenic organism can be found at or in the affected part of the body), seronegative spondylarthritis, such as spondylitis ankylosans; vasculitis, sarcoidosis, or arthrosis; or further any combinations thereof. An example of an inflammation related

10 disorder is (a) synovial inflammation, for example, synovitis, including any of the particular forms of synovitis, in particular bursal synovitis and purulent synovitis, as far as it is not crystal-induced. Such synovial inflammation may for example, be consequential to

15 or associated with disease, e.g. arthritis, e.g. osteoarthritis, rheumatoid arthritis or arthritis deformans. The present invention is further applicable to the systemic treatment of inflammation, e.g. inflammatory diseases or conditions, of the joints or locomotor apparatus in the

20 region of the tendon insertions and tendon sheaths. Such inflammation may be, for example, be consequential to or associated with disease or further (in a broader sense of the invention) with surgical intervention, including, in particular conditions such as insertion endopathy,

25 myofasciale syndrome and tendomyositis. The present invention is further especially applicable to the treatment of inflammation, e.g. inflammatory disease or condition, of connective tissues including dermatomyositis and myositis.

These compounds can be used as active agents against

30 such disease states as arthritis, atherosclerosis, psoriasis, hemangiomas, myocardial angiogenesis, coronary and cerebral collaterals, ischemic limb angiogenesis, wound healing, peptic ulcer Helicobacter related diseases, fractures, cat scratch fever, rubeosis, neovascular glaucoma

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and retinopathies such as those associated with diabetic retinopathy or macular degeneration. In addition, some of these compounds can be used as active agents against solid tumors, malignant ascites, hematopoietic cancers and  
5 hyperproliferative disorders such as thyroid hyperplasia (especially Grave's disease), and cysts (such as hypervascularity of ovarian stroma, characteristic of polycystic ovarian syndrome (Stein- Leventhal syndrome)) since such diseases require a proliferation of blood vessel  
10 cells for growth and/or metastasis.

Further, some of these compounds can be used as active agents against burns, chronic lung disease, stroke, polyps, anaphylaxis, chronic and allergic inflammation, ovarian  
15 hyperstimulation syndrome, brain tumor-associated cerebral edema, high-altitude, trauma or hypoxia induced cerebral or pulmonary edema, ocular and macular edema, ascites, and other diseases where vascular hyperpermeability, effusions, exudates, protein extravasation, or edema is a manifestation of the disease. The compounds will also be useful in  
20 treating disorders in which protein extravasation leads to the deposition of fibrin and extracellular matrix, promoting stromal proliferation (e.g. fibrosis, cirrhosis and carpal tunnel syndrome).

The compounds of the present invention are also useful  
25 in the treatment of ulcers including bacterial, fungal, Mooren ulcers and ulcerative colitis.

The compounds of the present invention are also useful in the treatment of conditions wherein undesired angiogenesis, edema, or stromal deposition occurs in viral  
30 infections such as Herpes simplex, Herpes Zoster, AIDS, Kaposi's sarcoma, protozoan infections and toxoplasmosis, following trauma, radiation, stroke, endometriosis, ovarian hyperstimulation syndrome, systemic lupus, sarcoidosis, synovitis, Crohn's disease, sickle cell anaemia, Lyme

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disease, pemphigoid, Paget's disease, hyperviscosity syndrome, Osler-Weber-Rendu disease, chronic inflammation, chronic occlusive pulmonary disease, asthma, and inflammatory rheumatoid or rheumatic disease. The compounds  
5 are also useful in the reduction of sub-cutaneous fat and for the treatment of obesity.

The compounds of the present invention are also useful in the treatment of ocular conditions such as ocular and macular edema, ocular neovascular disease, scleritis, radial  
10 keratotomy, uveitis, vitritis, myopia, optic pits, chronic retinal detachment, post-laser complications, glaucoma, conjunctivitis, Stargardt's disease and Eales disease in addition to retinopathy and macular degeneration.

The compounds of the present invention are also useful  
15 in the treatment of cardiovascular conditions such as atherosclerosis, restenosis, arteriosclerosis, vascular occlusion and carotid obstructive disease.

The compounds of the present invention are also useful in the treatment of cancer related indications such as solid  
20 tumors, sarcomas (especially Ewing's sarcoma and osteosarcoma), retinoblastoma, rhabdomyosarcomas, neuroblastoma, hematopoietic malignancies, including leukemia and lymphoma, tumor-induced pleural or pericardial effusions, and malignant ascites.

25 The compounds of the present invention are also useful in the treatment of diabetic conditions such as diabetic retinopathy and microangiopathy.

The compounds of this invention may also act as inhibitors of other protein kinases, e.g. p38, EGFR, CDK-2,  
30 CDK-5, IKK, JNK3, and thus be effective in the treatment of diseases associated with other protein kinases.

Besides being useful for human treatment, these compounds are also useful for veterinary treatment of companion animals, exotic animals and farm animals,

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including mammals, rodents, and the like. More preferred animals include horses, dogs, and cats.

As used herein, the compounds of the present invention include the pharmaceutically acceptable derivatives thereof.

#### Definitions

The term "treatment" includes therapeutic treatment as well as prophylactic treatment (either preventing the onset of disorders altogether or delaying the onset of a preclinically evident stage of disorders in individuals).

A "pharmaceutically-acceptable derivative" denotes any salt, ester of a compound of this invention, or any other compound which upon administration to a patient is capable of providing (directly or indirectly) a compound of this invention, or a metabolite or residue thereof, characterized by the ability to inhibit angiogenesis.

The phrase "therapeutically-effective" is intended to qualify the amount of each agent, which will achieve the goal of improvement in disorder severity and the frequency of incidence over treatment of each agent by itself, while avoiding adverse side effects typically associated with alternative therapies. For example, effective neoplastic therapeutic agents prolong the survivability of the patient, inhibit the rapidly-proliferating cell growth associated with the neoplasm, or effect a regression of the neoplasm.

The term "H" denotes a single hydrogen atom. This radical may be attached, for example, to an oxygen atom to form a hydroxyl radical.

Where the term "alkyl" is used, either alone or within other terms such as "haloalkyl" and "alkylamino", it embraces linear or branched radicals having one to about twelve carbon atoms. More preferred alkyl radicals are "lower alkyl" radicals having one to about six carbon atoms.

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Examples of such radicals include methyl, ethyl, n-propyl, isopropyl, n-butyl, isobutyl, *sec*-butyl, *tert*-butyl, pentyl, isoamyl, hexyl and the like. Even more preferred are lower alkyl radicals having one or two carbon atoms. The term

5 "alkylenyl" embraces bridging divalent alkyl radicals such as methylenyl and ethylenyl. The term "lower alkyl substituted with R<sup>2</sup>" does not include an acetal moiety.

The term "alkenyl" embraces linear or branched radicals having at least one carbon-carbon double bond of

10 two to about twelve carbon atoms. More preferred alkenyl radicals are "lower alkenyl" radicals having two to about six carbon atoms. Most preferred lower alkenyl radicals are radicals having two to about four carbon atoms. Examples of alkenyl radicals include ethenyl, propenyl, allyl, propenyl,

15 butenyl and 4-methylbutenyl. The terms "alkenyl" and "lower alkenyl", embrace radicals having "cis" and "trans" orientations, or alternatively, "E" and "Z" orientations.

The term "alkynyl" denotes linear or branched radicals having at least one carbon-carbon triple bond and having two

20 to about twelve carbon atoms. More preferred alkynyl radicals are "lower alkynyl" radicals having two to about six carbon atoms. Most preferred are lower alkynyl radicals having two to about four carbon atoms. Examples of such radicals include propargyl, butynyl, and the like.

25 The term "halo" means halogens such as fluorine, chlorine, bromine or iodine atoms.

The term "haloalkyl" embraces radicals wherein any one or more of the alkyl carbon atoms is substituted with halo as defined above. Specifically embraced are monohaloalkyl,

30 dihaloalkyl and polyhaloalkyl radicals including perhaloalkyl. A monohaloalkyl radical, for one example, may have either an iodo, bromo, chloro or fluoro atom within the radical. Dihalo and polyhaloalkyl radicals may have two or more of the same halo atoms or a combination of different

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halo radicals. "Lower haloalkyl" embraces radicals having 1-6 carbon atoms. Even more preferred are lower haloalkyl radicals having one to three carbon atoms. Examples of haloalkyl radicals include fluoromethyl, difluoromethyl, trifluoromethyl, chloromethyl, dichloromethyl, trichloromethyl, pentafluoroethyl, heptafluoropropyl, difluorochloromethyl, dichlorofluoromethyl, difluoroethyl, difluoropropyl, dichloroethyl and dichloropropyl.

"Perfluoroalkyl" means alkyl radicals having all hydrogen atoms replaced with fluoro atoms. Examples include trifluoromethyl and pentafluoroethyl.

The term "hydroxyalkyl" embraces linear or branched alkyl radicals having one to about ten carbon atoms any one of which may be substituted with one or more hydroxyl radicals. More preferred hydroxyalkyl radicals are "lower hydroxyalkyl" radicals having one to six carbon atoms and one or more hydroxyl radicals. Examples of such radicals include hydroxymethyl, hydroxyethyl, hydroxypropyl, hydroxybutyl and hydroxyhexyl. Even more preferred are lower hydroxyalkyl radicals having one to three carbon atoms.

The term "alkoxy" embrace linear or branched oxy-containing radicals each having alkyl portions of one to about ten carbon atoms. More preferred alkoxy radicals are "lower alkoxy" radicals having one to six carbon atoms. Examples of such radicals include methoxy, ethoxy, propoxy, butoxy and *tert*-butoxy. Even more preferred are lower alkoxy radicals having one to three carbon atoms. Alkoxy radicals may be further substituted with one or more halo atoms, such as fluoro, chloro or bromo, to provide "haloalkoxy" radicals. Even more preferred are lower haloalkoxy radicals having one to three carbon atoms. Examples of such radicals include fluoromethoxy, chloromethoxy, trifluoromethoxy, trifluoroethoxy, fluoroethoxy and fluoropropoxy.



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The term "aryl", alone or in combination, means a carbocyclic aromatic system containing one or two rings wherein such rings may be attached together in a fused manner. The term "aryl" embraces aromatic radicals such as phenyl, naphthyl, indenyl, tetrahydronaphthyl, and indanyl. More preferred aryl is phenyl. Said "aryl" group may have 1 to 3 substituents such as lower alkyl, hydroxyl, halo, haloalkyl, nitro, cyano, alkoxy and lower alkylamino. Phenyl substituted with -O-CH<sub>2</sub>-O- forms the aryl benzodioxolyl substituent.

The term "heterocyclyl" embraces saturated, partially saturated and unsaturated heteroatom-containing ring radicals, where the heteroatoms may be selected from nitrogen, sulfur and oxygen. It does not include rings containing -O-O-, -O-S- or -S-S- portions. Said "heterocyclyl" group may have 1 to 3 substituents such as hydroxyl, Boc, halo, haloalkyl, cyano, lower alkyl, lower aralkyl, oxo, lower alkoxy, amino and lower alkylamino.

Examples of saturated heterocyclic radicals include saturated 3 to 6-membered heteromonocyclic groups containing 1 to 4 nitrogen atoms [e.g. pyrrolidinyl, imidazolidinyl, piperidinyl, pyrrolinyl, piperazinyl]; saturated 3 to 6-membered heteromonocyclic group containing 1 to 2 oxygen atoms and 1 to 3 nitrogen atoms [e.g. morpholinyl]; saturated 3 to 6-membered heteromonocyclic group containing 1 to 2 sulfur atoms and 1 to 3 nitrogen atoms [e.g., thiazolidinyl]. Examples of partially saturated heterocyclyl radicals include dihydrothienyl, dihydropyranyl, dihydrofuryl and dihydrothiazolyl.

Examples of unsaturated heterocyclic radicals, also termed "heteroaryl" radicals, include unsaturated 5 to 6 membered heteromonocyclyl group containing 1 to 4 nitrogen atoms, for example, pyrrolyl, imidazolyl, pyrazolyl, 2-pyridyl, 3-pyridyl, 4-pyridyl, pyrimidyl, pyrazinyl,

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pyridazinyl, triazolyl [e.g., 4H-1,2,4-triazolyl, 1H-1,2,3-triazolyl, 2H-1,2,3-triazolyl]; unsaturated 5- to 6-membered heteromonocyclic group containing an oxygen atom, for example, pyranyl, 2-furyl, 3-furyl, etc.; unsaturated 5 to 6-membered heteromonocyclic group containing a sulfur atom, for example, 2-thienyl, 3-thienyl, etc.; unsaturated 5- to 6-membered heteromonocyclic group containing 1 to 2 oxygen atoms and 1 to 3 nitrogen atoms, for example, oxazolyl, isoxazolyl, oxadiazolyl [e.g., 1,2,4-oxadiazolyl, 1,3,4-oxadiazolyl, 1,2,5-oxadiazolyl]; unsaturated 5 to 6-membered heteromonocyclic group containing 1 to 2 sulfur atoms and 1 to 3 nitrogen atoms, for example, thiazolyl, thiadiazolyl [e.g., 1,2,4-thiadiazolyl, 1,3,4-thiadiazolyl, 1,2,5-thiadiazolyl].

The term also embraces radicals where heterocyclic radicals are fused/condensed with aryl radicals: unsaturated condensed heterocyclic group containing 1 to 5 nitrogen atoms, for example, indolyl, isoindolyl, indoliziny, benzimidazolyl, quinolyl, isoquinolyl, indazolyl, benzotriazolyl, tetrazolopyridazinyl [e.g., tetrazolo [1,5-b]pyridazinyl]; unsaturated condensed heterocyclic group containing 1 to 2 oxygen atoms and 1 to 3 nitrogen atoms [e.g. benzoxazolyl, benzoxadiazolyl]; unsaturated condensed heterocyclic group containing 1 to 2 sulfur atoms and 1 to 3 nitrogen atoms [e.g., benzothiazolyl, benzothiadiazolyl]; and saturated, partially unsaturated and unsaturated condensed heterocyclic group containing 1 to 2 oxygen or sulfur atoms [e.g. benzofuryl, benzothienyl, 2,3-dihydro-benzo[1,4]dioxinyl and dihydrobenzofuryl]. Preferred heterocyclic radicals include five to ten membered fused or unfused radicals. More preferred examples of heteroaryl radicals include quinolyl, isoquinolyl, imidazolyl, pyridyl, thienyl, thiazolyl, oxazolyl, furyl, and pyrazinyl. Other preferred heteroaryl

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radicals are 5- or 6-membered heteroaryl, containing one or two heteroatoms selected from sulfur, nitrogen and oxygen, selected from thienyl, furyl, pyrrolyl, indazolyl, pyrazolyl, oxazolyl, triazolyl, imidazolyl, pyrazolyl, isoxazolyl, isothiazolyl, pyridyl, piperidinyl and pyrazinyl.

Particular examples of non-nitrogen containing heteroaryl include pyranyl, 2-furyl, 3-furyl, 2-thienyl, 3-thienyl, benzofuryl, benzothienyl, and the like.

Particular examples of partially saturated and saturated heterocyclyl include pyrrolidinyl, imidazolidinyl, piperidinyl, pyrrolinyl, pyrazolidinyl, piperazinyl, morpholinyl, tetrahydropyranyl, thiazolidinyl, dihydrothienyl, 2,3-dihydro-benzo[1,4]dioxanyl, indolinyl, isoindolinyl, dihydrobenzothienyl, dihydrobenzofuryl, isochromanyl, chromanyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, 1,2,3,4-tetrahydro-quinolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, 3,4-dihydro-2H-benzo[1,4]oxazinyl, benzo[1,4]dioxanyl, 2,3-dihydro-1H-1 $\lambda$ '-benzo[d]isothiazol-6-yl, dihydropyranyl, dihydrofuryl and dihydrothiazolyl, and the like.

The term "sulfonyl", whether used alone or linked to other terms such as alkylsulfonyl, denotes respectively divalent radicals -SO<sub>2</sub>-.

The terms "sulfamyl," "aminosulfonyl" and "sulfonamidyl," denotes a sulfonyl radical substituted with an amine radical, forming a sulfonamide (-SO<sub>2</sub>NH<sub>2</sub>).

The term "alkylaminosulfonyl" includes "N-alkylaminosulfonyl" where sulfamyl radicals are independently substituted with one or two alkyl radical(s). More preferred alkylaminosulfonyl radicals are "lower alkylaminosulfonyl" radicals having one to six carbon atoms. Even more preferred are lower alkylaminosulfonyl radicals

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having one to three carbon atoms. Examples of such lower alkylaminosulfonyl radicals include N-methylaminosulfonyl, and N-ethylaminosulfonyl.

The terms "carboxy" or "carboxyl", whether used alone  
5 or with other terms, such as "carboxyalkyl", denotes  $\text{-CO}_2\text{H}$ .

The term "carbonyl", whether used alone or with other terms, such as "aminocarbonyl", denotes  $\text{-(C=O)-}$ .

The term "aminocarbonyl" denotes an amide group of the formula  $\text{-C(=O)NH}_2$ .

10 The terms "N-alkylaminocarbonyl" and "N,N-dialkylaminocarbonyl" denote aminocarbonyl radicals independently substituted with one or two alkyl radicals, respectively. More preferred are "lower alkylaminocarbonyl" having lower alkyl radicals as described above attached to  
15 an aminocarbonyl radical.

The terms "N-arylaminocarbonyl" and "N-alkyl-N-arylaminocarbonyl" denote aminocarbonyl radicals substituted, respectively, with one aryl radical, or one alkyl and one aryl radical.

20 The term "heterocyclylalkylenyl" embraces heterocyclic-substituted alkyl radicals. More preferred heterocyclylalkylenyl radicals are "5- or 6-membered heteroarylalkylenyl" radicals having alkyl portions of one to six carbon atoms and a 5- or 6-membered heteroaryl  
25 radical. Even more preferred are lower heteroarylalkylenyl radicals having alkyl portions of one to three carbon atoms. Examples include such radicals as pyridylmethyl and thienylmethyl.

The term "aralkyl" embraces aryl-substituted alkyl  
30 radicals. Preferable aralkyl radicals are "lower aralkyl" radicals having aryl radicals attached to alkyl radicals having one to six carbon atoms. Even more preferred are "phenylalkylenyl" attached to alkyl portions having one to three carbon atoms. Examples of such radicals include

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benzyl, diphenylmethyl and phenylethyl. The aryl in said aralkyl may be additionally substituted with halo, alkyl, alkoxy, haloalkyl and haloalkoxy.

The term "alkylthio" embraces radicals containing a  
5 linear or branched alkyl radical, of one to ten carbon atoms, attached to a divalent sulfur atom. Even more preferred are lower alkylthio radicals having one to three carbon atoms. An example of "alkylthio" is methylthio, ( $\text{CH}_3\text{S}-$ ).

10 The term "haloalkylthio" embraces radicals containing a haloalkyl radical, of one to ten carbon atoms, attached to a divalent sulfur atom. Even more preferred are lower haloalkylthio radicals having one to three carbon atoms. An example of "haloalkylthio" is trifluoromethylthio.

15 The term "alkylamino" embraces "N-alkylamino" and "N,N-dialkylamino" where amino groups are independently substituted with one alkyl radical and with two alkyl radicals, respectively. More preferred alkylamino radicals are "lower alkylamino" radicals having one or two alkyl  
20 radicals of one to six carbon atoms, attached to a nitrogen atom. Even more preferred are lower alkylamino radicals having one to three carbon atoms. Suitable alkylamino radicals may be mono or dialkylamino such as N-methylamino, N-ethylamino, N,N-dimethylamino, N,N-diethylamino and the  
25 like.

The term "arylamino" denotes amino groups which have been substituted with one or two aryl radicals, such as N-phenylamino. The arylamino radicals may be further substituted on the aryl ring portion of the radical.

30 The term "heteroarylamino" denotes amino groups which have been substituted with one or two heteroaryl radicals, such as N-thienylamino. The "heteroarylamino" radicals may be further substituted on the heteroaryl ring portion of the radical.

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The term "aralkylamino" denotes amino groups which have been substituted with one or two aralkyl radicals. More preferred are phenyl-C<sub>1</sub>-C<sub>3</sub>-alkylamino radicals, such as N-benzylamino. The aralkylamino radicals may be further substituted on the aryl ring portion.

The terms "N-alkyl-N-arylamino" and "N-aralkyl-N-alkylamino" denote amino groups which have been independently substituted with one aralkyl and one alkyl radical, or one aryl and one alkyl radical, respectively, to an amino group.

The term "aminoalkyl" embraces linear or branched alkyl radicals having one to about ten carbon atoms any one of which may be substituted with one or more amino radicals. More preferred aminoalkyl radicals are "lower aminoalkyl" radicals having one to six carbon atoms and one or more amino radicals. Examples of such radicals include aminomethyl, aminoethyl, aminopropyl, aminobutyl and aminohexyl. Even more preferred are lower aminoalkyl radicals having one to three carbon atoms.

The term "alkylaminoalkyl" embraces alkyl radicals substituted with alkylamino radicals. More preferred alkylaminoalkyl radicals are "lower alkylaminoalkyl" radicals having alkyl radicals of one to six carbon atoms. Even more preferred are lower alkylaminoalkyl radicals having alkyl radicals of one to three carbon atoms. Suitable alkylaminoalkyl radicals may be mono or dialkyl substituted, such as N-methylaminomethyl, N,N-dimethyl-aminoethyl, N,N-diethylaminomethyl and the like.

The term "alkylaminoalkoxy" embraces alkoxy radicals substituted with alkylamino radicals. More preferred alkylaminoalkoxy radicals are "lower alkylaminoalkoxy" radicals having alkoxy radicals of one to six carbon atoms. Even more preferred are lower alkylaminoalkoxy radicals having alkyl radicals of one to three carbon atoms. Suitable

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alkylaminoalkoxy radicals may be mono or dialkyl substituted, such as N-methylaminoethoxy, N,N-dimethylaminoethoxy, N,N-diethylaminoethoxy and the like.

5 The term "alkylaminoalkoxyalkoxy" embraces alkoxy radicals substituted with alkylaminoalkoxy radicals. More preferred alkylaminoalkoxyalkoxy radicals are "lower alkylaminoalkoxyalkoxy" radicals having alkoxy radicals of one to six carbon atoms. Even more preferred are lower alkylaminoalkoxyalkoxy radicals having alkyl radicals of one  
10 to three carbon atoms. Suitable alkylaminoalkoxyalkoxy radicals may be mono or dialkyl substituted, such as N-methylaminomethoxyethoxy, N-methylaminoethoxyethoxy, N,N-dimethylaminoethoxyethoxy, N,N-diethylaminomethoxymethoxy and the like.

15 The term "carboxyalkyl" embraces linear or branched alkyl radicals having one to about ten carbon atoms any one of which may be substituted with one or more carboxy radicals. More preferred carboxyalkyl radicals are "lower carboxyalkyl" radicals having one to six carbon atoms and  
20 one carboxy radical. Examples of such radicals include carboxymethyl, carboxypropyl, and the like. Even more preferred are lower carboxyalkyl radicals having one to three CH<sub>2</sub> groups.

The term "halosulfonyl" embraces sulfonyl radicals  
25 substituted with a halogen radical. Examples of such halosulfonyl radicals include chlorosulfonyl and fluorosulfonyl.

The term "arylthio" embraces aryl radicals of six to ten carbon atoms, attached to a divalent sulfur atom. An  
30 example of "arylthio" is phenylthio.

The term "aralkylthio" embraces aralkyl radicals as described above, attached to a divalent sulfur atom. More preferred are phenyl-C<sub>1</sub>-C<sub>3</sub>-alkylthio radicals. An example of "aralkylthio" is benzylthio.

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The term "aryloxy" embraces optionally substituted aryl radicals, as defined above, attached to an oxygen atom. Examples of such radicals include phenoxy.

5 The term "aralkoxy" embraces oxy-containing aralkyl radicals attached through an oxygen atom to other radicals. More preferred aralkoxy radicals are "lower aralkoxy" radicals having optionally substituted phenyl radicals attached to lower alkoxy radical as described above.

10 The term "heteroaryloxy" embraces optionally substituted heteroaryl radicals, as defined above, attached to an oxygen atom.

The term "heteroarylalkoxy" embraces oxy-containing heteroarylalkyl radicals attached through an oxygen atom to other radicals. More preferred heteroarylalkoxy radicals are 15 "lower heteroarylalkoxy" radicals having optionally substituted heteroaryl radicals attached to lower alkoxy radical as described above.

The term "cycloalkyl" includes saturated carbocyclic groups. Preferred cycloalkyl groups include C<sub>3</sub>-C<sub>6</sub> rings. 20 More preferred compounds include, cyclopentyl, cyclopropyl, and cyclohexyl.

The term "cycloalkenyl" includes carbocyclic groups having one or more carbon-carbon double bonds including "cycloalkyldienyl" compounds. Preferred cycloalkenyl groups 25 include C<sub>3</sub>-C<sub>6</sub> rings. More preferred compounds include, for example, cyclopentenyl, cyclopentadienyl, cyclohexenyl and cycloheptadienyl.

The term "comprising" is meant to be open ended, including the indicated component but not excluding other 30 elements.

The term "Formulas I-X" includes any sub formulas.

The compounds of the invention are endowed with kinase inhibitory activity, such as KDR inhibitory activity.

The present invention also comprises the use of a 35 compound of the invention, or pharmaceutically acceptable

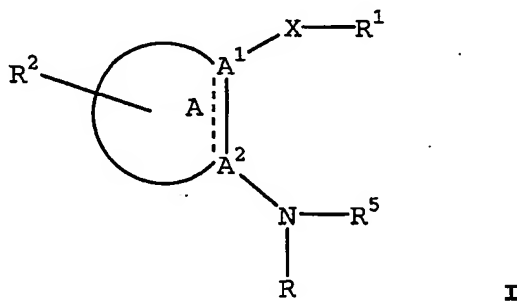


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salt thereof, in the manufacture of a medicament for the treatment either acutely or chronically of an angiogenesis mediated disease state, including those described previously. The compounds of the present invention are  
 5 useful in the manufacture of an anti-cancer medicament. The compounds of the present invention are also useful in the manufacture of a medicament to attenuate or prevent disorders through inhibition of KDR.

The present invention comprises a pharmaceutical  
 10 composition comprising a therapeutically-effective amount of a compound of Formulas I-X in association with a least one pharmaceutically-acceptable carrier, adjuvant or diluent.

The present invention also comprises a method of treating angiogenesis related disorders in a subject having  
 15 or susceptible to such disorder, the method comprising treating the subject with a therapeutically-effective amount of a compound of Formula I



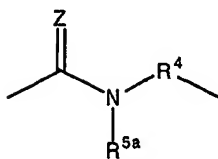
20

wherein each of A<sup>1</sup> and A<sup>2</sup> is independently C, CH or N;  
 wherein ring A is selected from

- a) 5- or 6-membered partially saturated heterocyclyl,
- b) 5- or 6-membered heteroaryl,
- 25 c) 9-, 10- or 11-membered fused partially saturated heterocyclyl,
- d) 9- or 10-membered fused heteroaryl,
- e) aryl, and

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f) 4-, 5- or 6-membered cycloalkenyl;



wherein X is

wherein Z is oxygen or sulfur;

wherein R is selected from

- 5      a) substituted or unsubstituted 4-6 membered heterocyclyl,
- b) substituted aryl, and
- c) substituted or unsubstituted fused 9-14-membered bicyclic or tricyclic heterocyclyl;
- 10     wherein substituted R is substituted with one or more substituents independently selected from halo,  $-OR^3$ ,  $-SR^3$ ,  $-SO_2R^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ , cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally
- 15     substituted phenyl, nitro, alkylaminoalkoxyalkoxy, cyano, alkylaminoalkoxy, lower alkyl substituted with  $R^2$ , lower alkenyl substituted with  $R^2$ , and lower alkynyl substituted with  $R^2$ ;
- wherein  $R^1$  is selected from
- 20     a) substituted or unsubstituted 6-10 membered aryl,
- b) substituted or unsubstituted 4-6 membered heterocyclyl,
- c) substituted or unsubstituted 9-14 membered bicyclic or tricyclic heterocyclyl,
- 25     d) cycloalkyl, and
- e) cycloalkenyl,
- wherein substituted  $R^1$  is substituted with one or more substituents independently selected from halo,  $-OR^3$ ,  $-SR^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-NH(C_1-C_4$
- 30     alkylenyl $R^{14})$ ,  $-SO_2R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ , optionally substituted cycloalkyl,

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optionally substituted 4-6 membered heterocyclyl,  
optionally substituted phenyl, halosulfonyl, cyano,  
alkylaminoalkoxy, alkylaminoalkoxyalkoxy, nitro,  
lower alkyl substituted with  $R^2$ , lower alkenyl  
5 substituted with  $R^2$ , and lower alkynyl substituted  
with  $R^2$ ;

wherein  $R^2$  is one or more substituents independently selected  
from H, halo,  $-OR^3$ , oxo,  $-SR^3$ ,  $-CO_2R^3$ ,  $-COR^3$ ,  $-CONR^3R^3$ ,  $-$   
 $NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ , cycloalkyl,  
10 optionally substituted phenylalkylenyl, optionally  
substituted 4-6 membered heterocyclyl, optionally  
substituted heteroarylalkylenyl, optionally substituted  
phenyl, lower alkyl, cyano, lower hydroxyalkyl, lower  
carboxyalkyl, nitro, lower alkenyl, lower alkynyl, lower  
15 aminoalkyl, lower alkylaminoalkyl and lower haloalkyl;

wherein  $R^3$  is selected from H, lower alkyl, optionally  
substituted phenyl, optionally substituted 4-6 membered  
heterocyclyl, optionally substituted  $C_3$ - $C_6$ -cycloalkyl,  
optionally substituted phenylalkyl, optionally  
20 substituted 4-6 membered heterocyclylalkyl, optionally  
substituted  $C_3$ - $C_6$  cycloalkylalkyl, and lower haloalkyl;

wherein  $R^4$  is selected from a direct bond,  $C_{2-4}$ -alkylenyl,  $C_{2-4}$ -  
alkenylenyl and  $C_{2-4}$ -alkynylenyl, where one of the  $CH_2$   
groups may be substituted with an oxygen atom or an  $-NH-$ ,  
25 wherein  $R^4$  is optionally substituted with hydroxy;

wherein  $R^5$  is selected from H, lower alkyl, optionally  
substituted phenyl and lower aralkyl;

wherein  $R^{14}$  is selected from H, phenyl, 4-6 membered  
heterocyclyl and  $C_3$ - $C_6$  cycloalkyl;

30 and pharmaceutically acceptable derivatives thereof;  
provided R is not unsubstituted 2-thienyl, 2-pyridyl or 3-  
pyridyl.

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**COMBINATIONS**

While the compounds of the invention can be administered as the sole active pharmaceutical agent, they can also be used in combination with one or more compounds of the invention or other agents. When administered as a combination, the therapeutic agents can be formulated as separate compositions that are administered at the same time or sequentially at different times, or the therapeutic agents can be given as a single composition.

The phrase "co-therapy" (or "combination-therapy"), in defining use of a compound of the present invention and another pharmaceutical agent, is intended to embrace administration of each agent in a sequential manner in a regimen that will provide beneficial effects of the drug combination, and is intended as well to embrace co-administration of these agents in a substantially simultaneous manner, such as in a single capsule having a fixed ratio of these active agents or in multiple, separate capsules for each agent.

Specifically, the administration of compounds of the present invention may be in conjunction with additional therapies known to those skilled in the art in the prevention or treatment of neoplasia, such as with radiation therapy or with cytostatic or cytotoxic agents.

If formulated as a fixed dose, such combination products employ the compounds of this invention within the accepted dosage ranges. Compounds of Formula I may also be administered sequentially with known anticancer or cytotoxic agents when a combination formulation is inappropriate. The invention is not limited in the sequence of administration; compounds of the invention may be administered either prior to, simultaneous with or after administration of the known anticancer or cytotoxic agent.

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Currently, standard treatment of primary tumors consists of surgical excision followed by either radiation or IV administered chemotherapy. The typical chemotherapy regime consists of either DNA alkylating agents, DNA  
5 intercalating agents, CDK inhibitors, or microtubule poisons. The chemotherapy doses used are just below the maximal tolerated dose and therefore dose limiting toxicities typically include, nausea, vomiting, diarrhea, hair loss, neutropenia and the like.

10 There are large numbers of antineoplastic agents available in commercial use, in clinical evaluation and in pre-clinical development, which would be selected for treatment of neoplasia by combination drug chemotherapy. Such antineoplastic agents fall into several major  
15 categories, namely, antibiotic-type agents, alkylating agents, antimetabolite agents, hormonal agents, immunological agents, interferon-type agents and a category of miscellaneous agents.

A first family of antineoplastic agents which may be  
20 used in combination with compounds of the present invention consists of antimetabolite-type/thymidilate synthase inhibitor antineoplastic agents. Suitable antimetabolite antineoplastic agents may be selected from but not limited to the group consisting of 5-FU-fibrinogen, acanthifolic  
25 acid, aminothiadiaazole, brequinar sodium, carmofur, Ciba-Geigy CGP-30694, cyclopentyl cytosine, cytarabine phosphate stearate, cytarabine conjugates, Lilly DATHF, Merrel Dow DDFC, dezaguanine, dideoxycytidine, dideoxyguanosine, didox, Yoshitomi DMDC, doxifluridine, Wellcome EHNA, Merck & Co.  
30 EX-015, fazarabine, floxuridine, fludarabine phosphate, 5-fluorouracil, N-(2'-furanidyl)-5-fluorouracil, Daiichi Seiyaku FO-152, isopropyl pyrrolizine, Lilly LY-188011, Lilly LY-264618, methobenzaprim, methotrexate, Wellcome MZPES, norspermidine, NCI NSC-127716, NCI NSC-264880, NCI

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NSC-39661, NCI NSC-612567, Warner-Lambert PALA, pentostatin, piritrexim, plicamycin, Asahi Chemical PL-AC, Takeda TAC-788, thioguanine, tiazofurin, Erbamont TIF, trimetrexate, tyrosine kinase inhibitors, Taiho UFT and uricytin.

- 5           A second family of antineoplastic agents which may be used in combination with compounds of the present invention consists of alkylating-type antineoplastic agents. Suitable alkylating-type antineoplastic agents may be selected from but not limited to the group consisting of Shionogi 254-S,
- 10   aldo-phosphamide analogues, altretamine, anaxirone, Boehringer Mannheim BBR-2207, bestrabucil, budotitane, Wakunaga CA-102, carboplatin, carmustine, Chinoin-139, Chinoin-153, chlorambucil, cisplatin, cyclophosphamide, American Cyanamid CL-286558, Sanofi CY-233, cyplatate,
- 15   Degussa D-19-384, Sumimoto DACHP (Myr)2, diphenylspiromustine, diplatinum cytostatic, Erba distamycin derivatives, Chugai DWA-2114R, ITI E09, elmustine, Erbamont FCE-24517, estramustine phosphate sodium, fotemustine, Unimed G-6-M, Chinoin GYKI-17230, hepsul-fam, ifosfamide,
- 20   iproplatin, lomustine, mafosfamide, mitolactol, Nippon Kayaku NK-121, NCI NSC-264395, NCI NSC-342215, oxaliplatin, Upjohn PCNU, prednimustine, Proter PTT-119, ranimustine, semustine, SmithKline SK&F-101772, Yakult Honsha SN-22, spiromustine, Tanabe Seiyaku TA-077, tauromustine,
- 25   temozolomide, teroxirone, tetraplatin and trimelamol.

- A third family of antineoplastic agents which may be used in combination with compounds of the present invention consists of antibiotic-type antineoplastic agents. Suitable antibiotic-type antineoplastic agents may be selected from
- 30   but not limited to the group consisting of Taiho 4181-A, aclarubicin, actinomycin D, actinoplanone, Erbamont ADR-456, aeroplysinin derivative, Ajinomoto AN-201-II, Ajinomoto AN-3, Nippon Soda anisomycins, anthracycline, azino-mycin-A, bisucaberin, Bristol-Myers BL-6859, Bristol-Myers BMY-25067,

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Bristol-Myers BMY-25551, Bristol-Myers BMY-26605, Bristol-Myers BMY-27557, Bristol-Myers BMY-28438, bleomycin sulfate, bryostatin-1, Taiho C-1027, calicheomycin, chromoximycin, dactinomycin, daunorubicin, Kyowa Hakko DC-102, Kyowa Hakko DC-79, Kyowa Hakko DC-88A, Kyowa Hakko DC89-A1, Kyowa Hakko DC92-B, ditrissarubicin B, Shionogi DOB-41, doxorubicin, doxorubicin-fibrinogen, elsamicin-A, epirubicin, erbstatin, esorubicin, esperamicin-A1, esperamicin-Alb, Erbamont FCE-21954, Fujisawa FK-973, fostriecin, Fujisawa FR-900482, glidobactin, gregatin-A, grincamycin, herbimycin, idarubicin, illudins, kazusamycin, kesarirhodins, Kyowa Hakko KM-5539, Kirin Brewery KRN-8602, Kyowa Hakko KT-5432, Kyowa Hakko KT-5594, Kyowa Hakko KT-6149, American Cyanamid LL-D49194, Meiji Seika ME 2303, menogaril, mitomycin, mitoxantrone, SmithKline M-TAG, neoenactin, Nippon Kayaku NK-313, Nippon Kayaku NKT-01, SRI International NSC-357704, oxalysine, oxaunomycin, peplomycin, pilatin, pirarubicin, porothramycin, pyrindanycin A, Tobishi RA-I, rapamycin, rhizoxin, rodorubicin, sibanomycin, siwenmycin, Sumitomo SM-5887, Snow Brand SN-706, Snow Brand SN-07, sorangicin-A, sparsomycin, SS Pharmaceutical SS-21020, SS Pharmaceutical SS-7313B, SS Pharmaceutical SS-9816B, steffimycin B, Taiho 4181-2, talisomycin, Takeda TAN-868A, terpentecin, thrazine, tricrozarin A, Upjohn U-73975, Kyowa Hakko UCN-10028A, Fujisawa WF-3405, Yoshitomi Y-25024 and zorubicin.

A fourth family of antineoplastic agents which may be used in combination with compounds of the present invention consists of a miscellaneous family of antineoplastic agents, including tubulin interacting agents, topoisomerase II inhibitors, topoisomerase I inhibitors and hormonal agents, selected from but not limited to the group consisting of  $\alpha$ -carotene,  $\alpha$ -difluoromethyl-arginine, acitretin, Biotec AD-5, Kyorin AHC-52, alstonine, amonafide, amphetinile, amsacrine, Angiostat, ankinomycin, anti-neoplaston A10,

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antineoplaston A2, antineoplaston A3, antineoplaston A5,  
antineoplaston AS2-1, Henkel APD, aphidicolin glycinate,  
asparaginase, Avarol, baccharin, batracylin, benfluron,  
benzotript, Ipsen-Beaufour BIM-23015, bisantrene, Bristol-  
5 Myers BMY-40481, Vestar boron-10, bromofosfamide, Wellcome  
BW-502, Wellcome BW-773, caracemide, carmethizole  
hydrochloride, Ajinomoto CDAF, chlorsulfaquinoxalone, Chemes  
CHX-2053, Chemex CHX-100, Warner-Lambert CI-921, Warner-  
Lambert CI-937, Warner-Lambert CI-941, Warner-Lambert CI-  
10 958, clanfenur, claviridenone, ICN compound 1259, ICN  
compound 4711, Contracan, Yakult Honsha CPT-11, crisnatol,  
curaderm, cytochalasin B, cytarabine, cytocytin, Merz D-609,  
DABIS maleate, dacarbazine, datelliptinium, didemnin-B,  
dihaematoporphyrin ether, dihydrolenperone, dinaline,  
15 distamycin, Toyo Pharmar DM-341, Toyo Pharmar DM-75, Daiichi  
Seiyaku DN-9693, docetaxel elliprabin, elliptinium acetate,  
Tsumura EPMTc, the epothilones, ergotamine, etoposide,  
etretinate, fenretinide, Fujisawa FR-57704, gallium nitrate,  
genkwadaphnin, Chugai GLA-43, Glaxo GR-63178, grifolan NMF-  
20 5N, hexadecylphosphocholine, Green Cross HO-221,  
homoharringtonine, hydroxyurea, BTG ICRF-187, ilmofosine,  
isoglutamine, isotretinoin, Otsuka JI-36, Ramot K-477,  
Otsuka K-76COONa, Kureha Chemical K-AM, MECT Corp. KI-8110,  
American Cyanamid L-623, leukoregulin, lonidamine, Lundbeck  
25 LU-23-112, Lilly LY-186641, NCI (US) MAP, marycin, Merrel  
Dow MDL-27048, Medco MEDR-340, merbarone, merocyanine  
derivatives, methylanilinoacridine, Molecular Genetics MGI-  
136, minactivin, mitonafide, mitotidone mopidamol,  
motretinide, Zenyaku Kogyo MST-16, N-(retinoyl) amino acids,  
30 Nisshin Flour Milling N-021, N-acylated-dehydroalanines,  
nafazatrom, Taisho NCU-190, nocodazole derivative,  
Normosang, NCI NSC-145813, NCI NSC-361456, NCI NSC-604782,  
NCI NSC-95580, ocreotide, Ono ONO-112, oquizanocine, Akzo  
Org-10172, paclitaxel, pancratistatin, pazelliptine, Warner-



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Lambert PD-111707, Warner-Lambert PD-115934, Warner-Lambert PD-131141, Pierre Fabre PE-1001, ICRT peptide D, piroxantrone, polyhaematoporphyrin, polypreic acid, Efamol porphyrin, probimane, procarbazine, proglumide, Invitron  
5 protease nexin I, Tobishi RA-700, razoxane, Sapporo Breweries RBS, restrictin-P, retelliptine, retinoic acid, Rhone-Poulenc RP-49532, Rhone-Poulenc RP-56976, SmithKline SK&F-104864, Sumitomo SM-108, Kuraray SMANCS, SeaPharm SP-10094, spatol, spirocyclopropane derivatives,  
10 spirogermanium, Unimed, SS Pharmaceutical SS-554, strypoldinone, Stypoldione, Suntory SUN 0237, Suntory SUN 2071, superoxide dismutase, Toyama T-506, Toyama T-680, taxol, Teijin TEI-0303, teniposide, thaliblastine, Eastman Kodak TJB-29, tocotrienol, topotecan, Topostin, Teijin TT-  
15 82, Kyowa Hakko UCN-01, Kyowa Hakko UCN-1028, ukrain, Eastman Kodak USB-006, vinblastine sulfate, vincristine, vindesine, vinestramide, vinorelbine, vintriptol, vinzolidine, withanolides and Yamanouchi YM-534.

Alternatively, the present compounds may also be used  
20 in co-therapies with other anti-neoplastic agents, such as acemannan, aclarubicin, aldesleukin, alemtuzumab, alitretinoin, altretamine, amifostine, aminolevulinic acid, amrubicin, amsacrine, anagrelide, anastrozole, ANCER, ancestim, ARGLABIN, arsenic trioxide, BAM 002 (Novelos),  
25 bexarotene, bicalutamide, broxuridine, capecitabine, celmoleukin, cetorelix, cladribine, clotrimazole, cytarabine ocfosfate, DA 3030 (Dong-A), daclizumab, denileukin diftitox, deslorelin, dexrazoxane, dilazep, docetaxel, docosanol, doxercalciferol, doxifluridine,  
30 doxorubicin, bromocriptine, carmustine, cytarabine, fluorouracil, HIT diclofenac, interferon alfa, daunorubicin, doxorubicin, tretinoin, edelfosine, edrecolomab, eflornithine, emitefur, epirubicin, epoetin beta, etoposide phosphate, exemestane, exisulind,

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fadrozole, filgrastim, finasteride, fludarabine phosphate, formestane, fotemustine, gallium nitrate, gemcitabine, gemtuzumab zogamicin, gimeracil/oteracil/tegafur combination, glycopine, goserelin, heptaplatin, human

5 chorionic gonadotropin, human fetal alpha fetoprotein, ibandronic acid, idarubicin, (imiquimod, interferon alfa, interferon alfa, natural, interferon alfa-2, interferon alfa-2a, interferon alfa-2b, interferon alfa-N1, interferon alfa-n3, interferon alfacon-1, interferon alpha, natural,

10 interferon beta, interferon beta-1a, interferon beta-1b, interferon gamma, natural interferon gamma-1a, interferon gamma-1b, interleukin-1 beta, iobenguane, irinotecan, irsogladine, lanreotide, LC 9018 (Yakult), leflunomide, lenograstim, lentinan sulfate, letrozole, leukocyte alpha

15 interferon, leuprorelin, levamisole + fluorouracil, liarozole, lobaplatin, lonidamine, lovastatin, masoprocol, melarsoprol, metoclopramide, mifepristone, miltefosine, mirimostim, mismatched double stranded RNA, mitoguazone, mitolactol, mitoxantrone, molgramostim, nafarelin, naloxone

20 + pentazocine, nartograstim, nedaplatin, nilutamide, noscapine, novel erythropoiesis stimulating protein, NSC 631570 octreotide, oprelvekin, osaterone, oxaliplatin, paclitaxel, pamidronic acid, pegaspargase, peginterferon alfa-2b, pentosan polysulfate sodium, pentostatin,

25 picibanil, pirarubicin, rabbit antithymocyte polyclonal antibody, polyethylene glycol interferon alfa-2a, porfimer sodium, raloxifene, raltitrexed, rasburicase, rhenium Re 186 etidronate, RII retinamide, rituximab, romurtide, samarium (153 Sm) lexidronam, sargramostim, sizofiran,

30 sobuzoxane, sonermin, strontium-89 chloride, suramin, tasonermin, tazarotene, tegafur, temoporfin, temozolomide, teniposide, tetrachlorodecaoxide, thalidomide, thymalfasin, thyrotropin alfa, topotecan, toremifene, tositumomab-iodine 131, trastuzumab, treosulfan, tretinoin, trilostane,

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trimetrexate, triptorelin, tumor necrosis factor alpha, natural, ubenimex, bladder cancer vaccine, Maruyama vaccine, melanoma lysate vaccine, valrubicin, verteporfin, vinorelbine, VIRULIZIN, zinostatin stimalamer, or

5 zoledronic acid; abarelix; AE 941 (Aeterna), ambamustine, antisense oligonucleotide, bcl-2 (Genta), APC 8015 (Dendreon), cetuximab, decitabine, dexaminoglutethimide, diaziquone, EL 532 (Elan), EM 800 (Endorecherche), eniluracil, etanidazole, fenretinide, filgrastim SD01

10 (Amgen), fulvestrant, galocitabine, gastrin 17 immunogen, HLA-B7 gene therapy (Vical), granulocyte macrophage colony stimulating factor, histamine dihydrochloride, ibritumomab tiuxetan, ilomastat, IM 862 (Cytran), interleukin-2, iproxifene, LDI 200 (Milkhaus), leridistim, lintuzumab, CA

15 125 MAb (Biomira), cancer MAb (Japan Pharmaceutical Development), HER-2 and Fc MAb (Medarex), idiotypic 105AD7 MAb (CRC Technology), idiotypic CEA MAb (Trilex), LYM-1-iodine 131 MAb (Techniclone), polymorphic epithelial mucin-yttrium 90 MAb (Antisoma), marimastat, menogaril,

20 mitumomab, motexafin gadolinium, MX 6 (Galderma), nelarabine, nolatrexed, P 30 protein, pegvisomant, pemetrexed, porfiromycin, prinomastat, RL 0903 (Shire), rubitecan, satraplatin, sodium phenylacetate, sparfosic acid, SRL 172 (SR Pharma), SU 5416 (SUGEN), TA 077

25 (Tanabe), tetrathiomolybdate, thaliblastine, thrombopoietin, tin ethyl etiopurpurin, tirapazamine, cancer vaccine (Biomira), melanoma vaccine (New York University), melanoma vaccine (Sloan Kettering Institute), melanoma oncolysate vaccine (New York Medical College),

30 viral melanoma cell lysates vaccine (Royal Newcastle Hospital), or valspodar.

Alternatively, the present compounds may also be used in co-therapies with other anti-neoplastic agents, such as other kinase inhibitors including p38 inhibitors and CDK

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inhibitors, TNF inhibitors, metallomatrix proteases inhibitors (MMP), COX-2 inhibitors including celecoxib, rofecoxib, parecoxib, valdecoxib, and etoricoxib, NSAID's, SOD mimics or  $\alpha_v\beta_3$  inhibitors.

5       The present invention comprises processes for the preparation of a compound of Formula I-X.

Also included in the family of compounds of Formula I-X are the pharmaceutically-acceptable salts thereof. The term "pharmaceutically-acceptable salts" embraces salts  
10 commonly used to form alkali metal salts and to form addition salts of free acids or free bases. The nature of the salt is not critical, provided that it is pharmaceutically-acceptable. Suitable pharmaceutically-acceptable acid addition salts of compounds of Formula I-X  
15 may be prepared from an inorganic acid or from an organic acid. Examples of such inorganic acids are hydrochloric, hydrobromic, hydroiodic, nitric, carbonic, sulfuric and phosphoric acid. Appropriate organic acids may be selected from aliphatic, cycloaliphatic, aromatic, arylaliphatic,  
20 heterocyclic, carboxylic and sulfonic classes of organic acids, example of which are formic, acetic, adipic, butyric, propionic, succinic, glycolic, gluconic, lactic, malic, tartaric, citric, ascorbic, glucuronic, maleic, fumaric, pyruvic, aspartic, glutamic, benzoic, anthranilic, mesylic,  
25 4-hydroxybenzoic, phenylacetic, mandelic, embonic (pamoic), methanesulfonic, ethanesulfonic, ethanedisulfonic, benzenesulfonic, pantothenic, 2-hydroxyethanesulfonic, toluenesulfonic, sulfanilic, cyclohexylaminosulfonic, camphoric, camphorsulfonic, digluconic,  
30 cyclopentanepropionic, dodecylsulfonic, glucoheptanoic, glycerophosphonic, heptanoic, hexanoic, 2-hydroxyethanesulfonic, nicotinic, 2-naphthalenesulfonic, oxalic, palmoic, pectinic, persulfuric, 2-phenylpropionic, picric, pivalic propionic, succinic, tartaric, thiocyanic, mesylic,

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undecanoic, stearic, algenic,  $\beta$ -hydroxybutyric, salicylic, galactaric and galacturonic acid. Suitable pharmaceutically-acceptable base addition salts of compounds of Formula I-X include metallic salts, such as salts made from aluminum, calcium, lithium, magnesium, potassium, sodium and zinc, or salts made from organic bases including primary, secondary and tertiary amines, substituted amines including cyclic amines, such as caffeine, arginine, diethylamine, N-ethyl piperidine, histidine, glucamine, isopropylamine, lysine, morpholine, N-ethyl morpholine, piperazine, piperidine, triethylamine, trimethylamine. All of these salts may be prepared by conventional means from the corresponding compound of the invention by reacting, for example, the appropriate acid or base with the compound of Formula I-X.

Also, the basic nitrogen-containing groups can be quaternized with such agents as lower alkyl halides, such as methyl, ethyl, propyl, and butyl chloride, bromides and iodides; dialkyl sulfates like dimethyl, diethyl, dibutyl, and diamyl sulfates, long chain halides such as decyl, lauryl, myristyl and stearyl chlorides, bromides and iodides, aralkyl halides like benzyl and phenethyl bromides, and others. Water or oil-soluble or dispersible products are thereby obtained.

Examples of acids that may be employed to form pharmaceutically acceptable acid addition salts include such inorganic acids as hydrochloric acid, sulphuric acid and phosphoric acid and such organic acids as oxalic acid, maleic acid, succinic acid and citric acid. Other examples include salts with alkali metals or alkaline earth metals, such as sodium, potassium, calcium or magnesium or with organic bases. Preferred salts include hydrochloride, phosphate and edisylate.

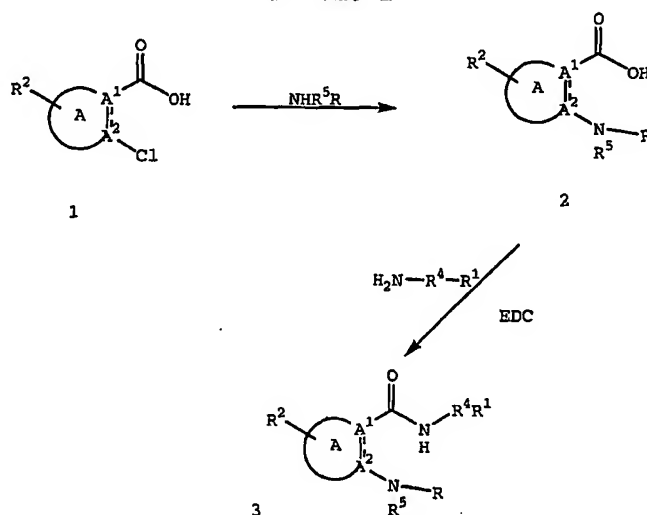
Additional examples of such salts can be found in Berge et al., J. Pharm. Sci., 66, 1 (1977).

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## GENERAL SYNTHETIC PROCEDURES

The compounds of the invention can be synthesized according to the following procedures of Schemes 1-31, wherein the substituents are as defined for Formulas I-X, above, except where further noted.

Scheme 1



- 10 Substituted carboxamides 3 can be prepared from the corresponding halo analogs 1 by the process outlined in Scheme 1. Substituted amino acids 2 are prepared from the corresponding chloro compounds 1 such as by reacting with an
- 15 acid 2 is coupled with an amine, preferably in the presence of a coupling agent such as EDC, to form the corresponding amide 3.

The amination process can be carried out as an Ullmann type reaction using a copper catalyst, such as copper[0] or a

20 copper[I] compound such as copper[I]oxide, copper[I]bromide or copper[I]iodide in the presence of a suitable base (such as a metal carbonate, for example  $\text{K}_2\text{CO}_3$  to neutralize the acid generated in the reaction.

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This reaction is reviewed in Houben-Weyl "Methoden der Organischen Chemie", Band 11/1, page 32 -33, 1958, in Organic Reactions, 14, page 19-24, 1965 and by J. Lindley (1984) in Tetrahedron, 40, page 1433-1456. The amount of catalyst is typically in the range of 1 to 20 mole percent. The reaction is carried out in an inert, aprotic solvent such as an ether (for example dimethoxyethane or dioxane) or an amide (for example dimethylformamide or *N*-methylpyrrolidone), under an inert atmosphere in the temperature range of 60-180°C.

An alternative amination process involves using a Group VIII element, where the metal core of the catalyst should be a zero-valent transition metal, such as palladium or nickel, which has the ability to undergo oxidative addition to the aryl-halogen bond. The zero valent state of the metal may be generated in situ from the M[III] state. The catalyst complexes may include chelating ligands, such as alkyl, aryl or heteroaryl derivatives of phosphines or biphosphines, imines or arsines. Preferred catalysts contain palladium or nickel. Examples of such catalysts include palladium[II]chloride, palladium[II]acetate, tetrakis(triphenyl-phosphine)palladium[0] and nickel[II]acetylacetonate. The metal catalyst is typically in the range of 0.1 to 10 mole percent. The chelating ligands may be either monodentate, as in the case for example of trialkylphosphines, such as tributylphosphine, triarylphosphines, such as tri-(*ortho*-tolyl)phosphine, and triheteroaryl phosphines, such as tri-2-furylphosphine; or they may be bidentate such as in the case of 2,2'-bis(diphenylphosphino)-1,1'-binaphthyl, 1,2-bis(diphenylphosphino)ethane, 1,1'-bis(diphenylphosphino)ferrocene and 1-(*N,N*-dimethyl-amino)-1'-(dicyclohexylphosphino)biphenyl. The supporting ligand may be complexed to the metal center in the form of a metal

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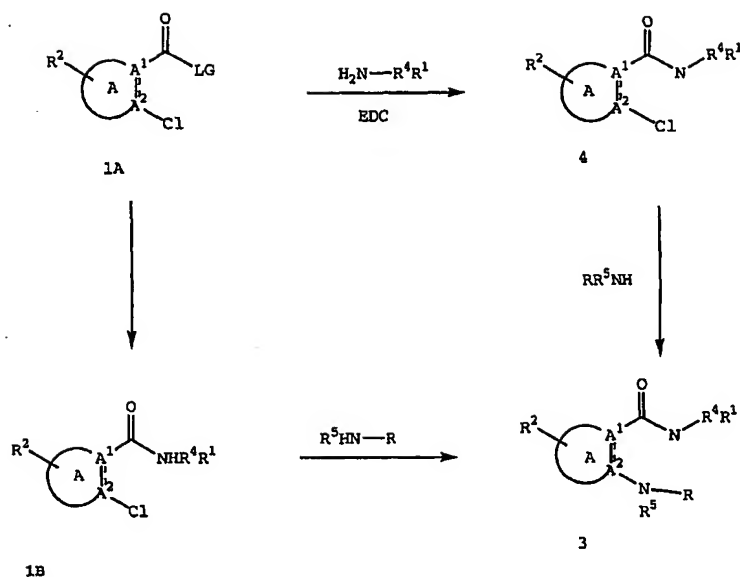
complex prior to being added to the reaction mixture or may be added to the reaction mixture as a separate compound. The supporting ligand is typically present in the range 0.01 to 20 mole percent. It is often necessary to add a suitable  
5 base to the reaction mixture, such as a trialkylamine (for example, DIEA or 1,5-diazabicyclo[5,4,0]undec-5-ene), a Group I alkali metal alkoxide (for example potassium *tert*-butoxide) or carbonate (for example cesium carbonate) or potassium phosphate. The reaction is typically carried out  
10 in an inert aprotic solvent such as an ether (for example dimethoxyethane or dioxane) or an amide (for example, DMF or *N*-methylpyrrolidone), under an inert atmosphere in the temperature range of 60-180°C.

The amination is preferably carried out in an inert,  
15 aprotic, preferably anhydrous, solvent or solvent mixture, for example in a carboxylic acid amide, for example DMF or dimethylacetamide, a cyclic ether, for example THF or dioxane, or a nitrile, for example CH<sub>3</sub>CN, or in a mixture thereof; at an appropriate temperature, for example in a  
20 temperature range of from about 40°C to about 180°C, and if necessary under an inert gas atmosphere, for example a nitrogen or argon atmosphere.



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Scheme 2



5

Substituted carboxamides 3 can be prepared from the corresponding halo analogs 1A by the process outlined in Scheme 2. The chloro acid 1 (LG is OH) is coupled with an amine, preferably in the presence of a coupling agent such as EDC, to form the corresponding chloro amide 4.

Substituted amino-amides 3 are prepared from the corresponding chloro compounds 4 such as by reacting with an amine at a suitable temperature, such as about 80°C. The amination reaction can be run in the presence of an appropriate catalyst such as a palladium catalyst, in the presence of an aprotic base such as sodium *t*-butoxide or cesium carbonate, or a nickel catalyst, or a copper catalyst.

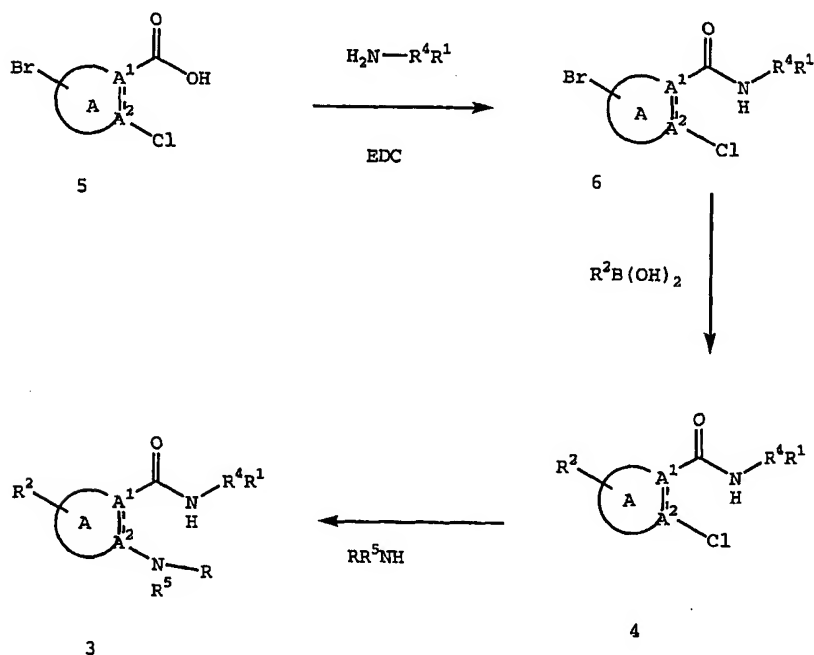
Alternatively, carboxamides 3 can be prepared from 2-chloro-heterocyclyl acid chloride 1A (LG is Cl) by coupling first with R<sup>1</sup>-NH<sub>2</sub> such as in the presence of base, e.g., NaHCO<sub>3</sub>, in a suitable solvent, such as CH<sub>2</sub>Cl<sub>2</sub>, to form the

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amide **1B**, then coupling with a primary or secondary amine to yield the substituted carboxamide **3**.

Additionally, where A is a pi-electron rich heterocycle, the addition of KF, such as 40% KF on alumina in IpOH, at a temperature over about 100°C, preferably about 160°C, can be used in the formation of **3** from **1B**.

Scheme 3



10

3

4

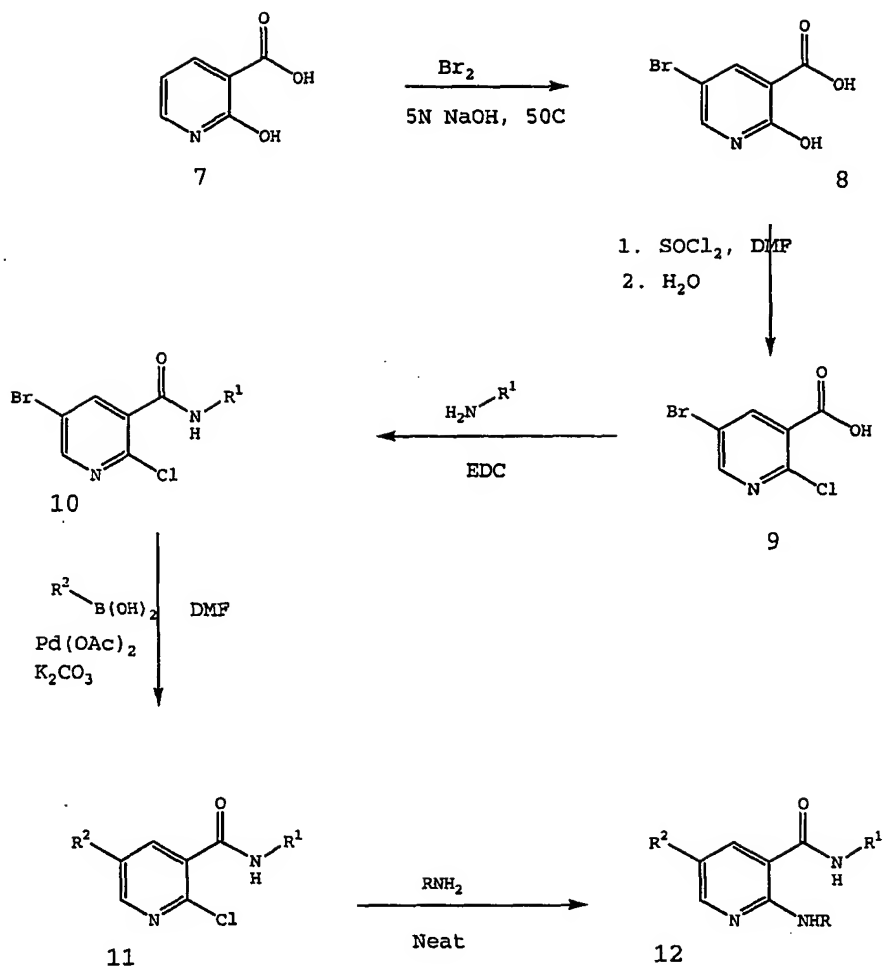
Substituted carboxamides **3** can be prepared from the corresponding bromo/chloro analogs **5** by the process outlined in Scheme 3. The bromo/chloro acid **5** is coupled with an amine, preferably in the presence of a coupling agent such as EDC, to form the corresponding bromo substituted amide **6**. Suzuki coupling with the bromo amide **6** and suitable boronic acids provides the substituted amide **4**. Substituted amino-amides **3** are prepared from the corresponding chloro compounds **4** as described in Scheme 2.

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Scheme 4



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Substituted pyridines can be prepared by the process outlined in Scheme 4. A solution of sodium hypobromite is freshly prepared and added to a 2-hydroxynicotinic acid 7 and heated, preferably at a temperature at about 50°C.

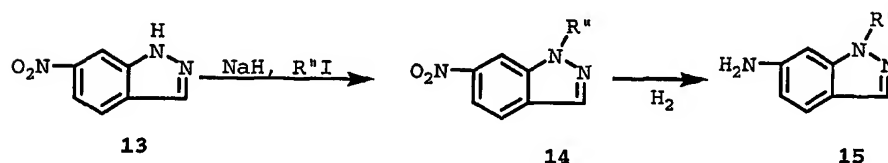
10 Additional sodium hypobromide may be needed to form the bromo compound 8. The 5-bromo-2-hydroxynicotinic acid 8 is reacted with thionyl chloride, preferably at a temperature >RT, more preferably at about 80°C to form the 2-chloro-nicotinic acid analog 9. The acid is coupled with an amine,

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preferably in the presence of EDC, HOBT, and DIEA to form the corresponding substituted amide 10. Suzuki coupling with the bromo amide and suitable boronic acids, provides the substituted nicotinamide 11. 2-Amino-nicotinamides 12  
5 are prepared from the corresponding chloro compounds 11 such as by reacting with substituted amines at a suitable temperature, such as about 80°C.

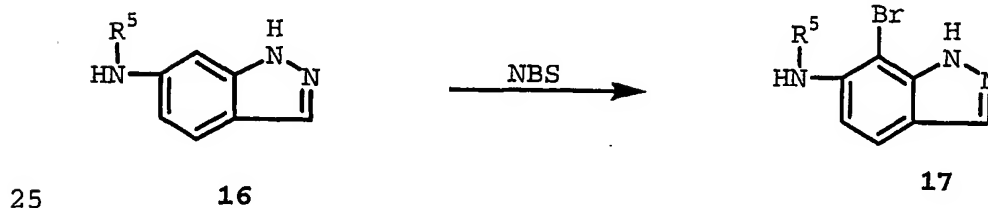
Scheme 5

10



Alkylated indazoles can be prepared by the process outlined in Scheme 5. To a solution of 6-nitroindazole 13  
15 in a solvent such as THF is added strong base, such as NaH at a temperature below RT, preferably at about 0°C. Alkylhalides, such as where R'' is methyl, are added and reacted at a temperature about RT to give 1-alkyl-6-nitro-1H-indazole 14. The nitro indazole 14 is hydrogenated, such  
20 as with an H<sub>2</sub> atmosphere in the presence of a catalyst, such as Pd/C to give the 1-substituted-6-amino-1H-indazole 15.

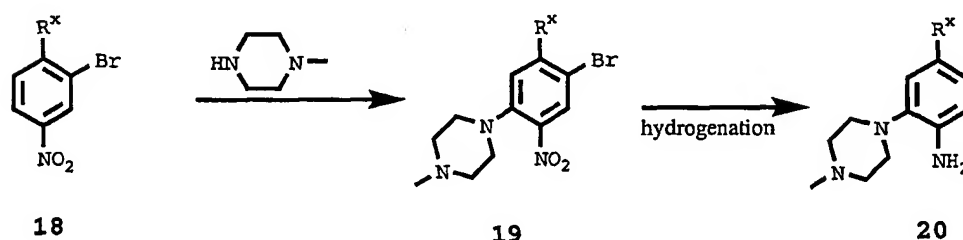
Scheme 6



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Brominated indazoles can be prepared by the process outlined in Scheme 6. NBS is slowly added to an acidic solution, such as a mixture of TFA:H<sub>2</sub>SO<sub>4</sub> (5:1) and tert-butyl-4-nitrobenzene 16 at a temperature of about RT to  
5 yield the brominated compound 17.

Scheme 7

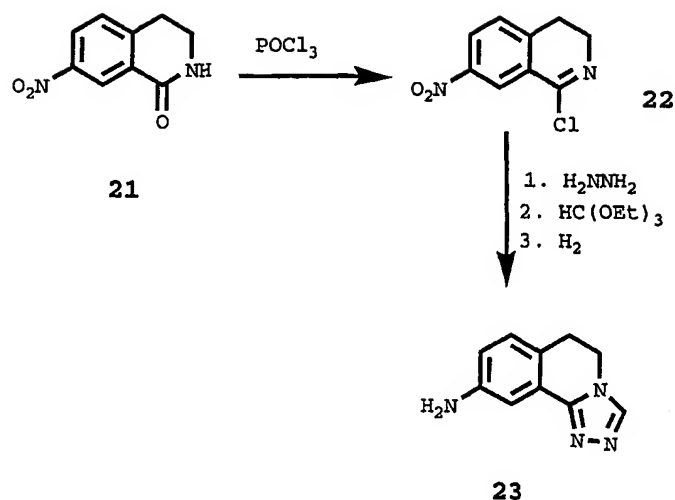


10

Substituted anilines can be prepared by the process outlined in Scheme 7. A mixture of 1-(substituted)-2-bromo-4-nitrobenzene 18 (where R<sup>x</sup> is a substituent selected from those available for substituted R<sup>2</sup>) and N-methylpiperazine  
15 is heated, such as with or without solvent, preferably without solvent, at a temperature above RT, preferably at a temperature above about 100°C, and more preferably at a temperature at about 130°C to give the 1-[5-(substituted)-2-nitrophenyl]-4-methylpiperazine 19. The nitro compound 19  
20 is hydrogenated, such as with an H<sub>2</sub> atmosphere in the presence of a catalyst, such as Pd/C to furnish 4-(substituted)-2-(4-methylpiperazinyl)phenylamine 20.

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Scheme 8

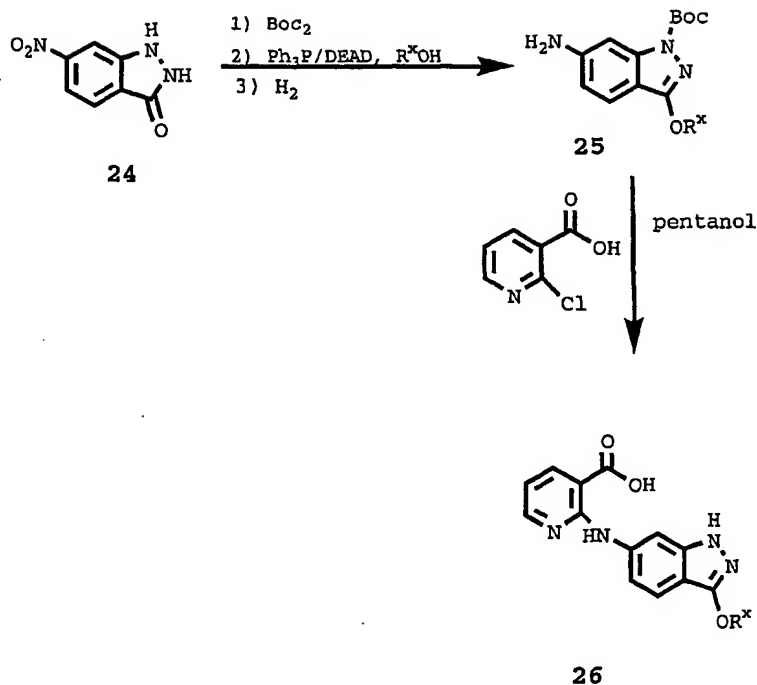


5

Tricyclic heterocycles can be prepared by the process outlined in Scheme 8. 7-Nitro-2,3,4-trihydroisoquinolin-1-one **21** is heated in  $\text{POCl}_3$  at a temperature above RT, preferably at a temperature sufficient for reflux, to form the 1-chloro-7-nitro-3,4-dihydroisoquinoline **22**. The 1-chloro-7-nitro-3,4-dihydroisoquinoline **22** is dissolved in a solvent, such as THF, and  $\text{H}_2\text{NNH}_2$  is added. The reaction is heated with  $\text{HC}(\text{OEt})_3$  at a temperature above RT, preferably at a temperature above about  $75^\circ\text{C}$ , and more preferably at a temperature at about  $115^\circ\text{C}$  to give the nitro-substituted tricyclic. Hydrogenation, such as with an  $\text{H}_2$  atmosphere in the presence of a catalyst, such as Pd/C, gives 2-amino-5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinoline **23**.

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Scheme 9



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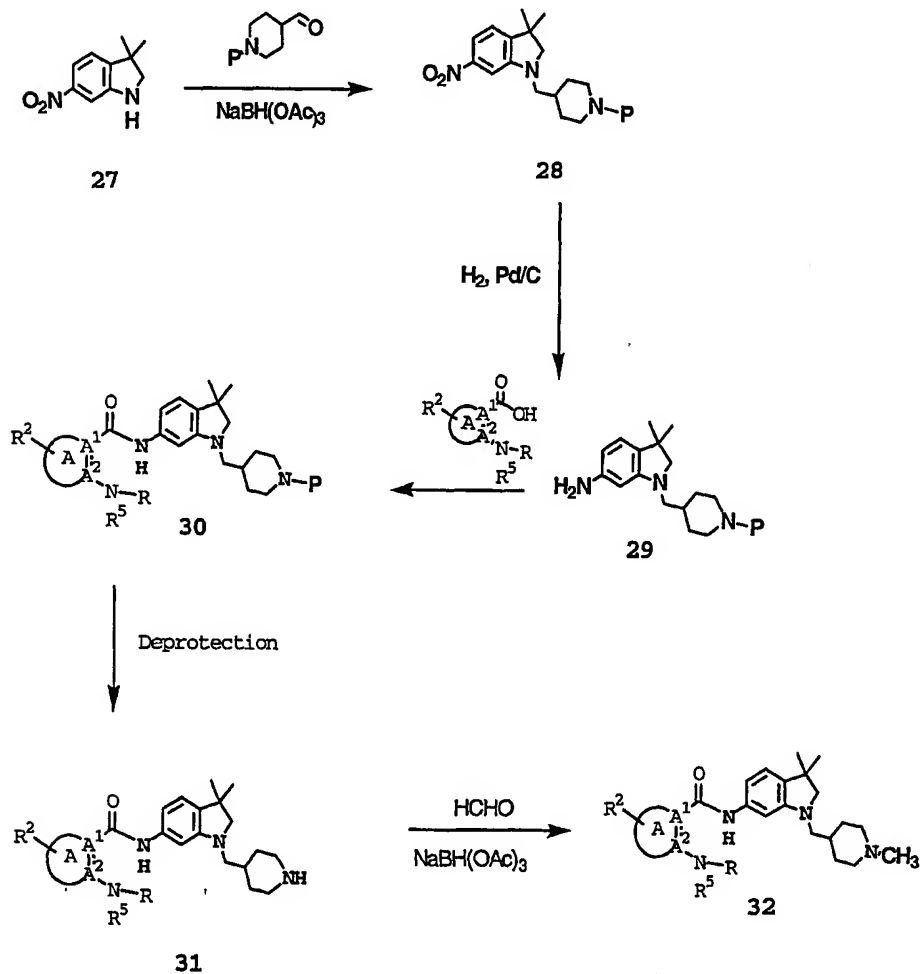
Indazolyl ethers can be prepared by the process outlined in Scheme 9. 6-Nitro-1H-2-hydroindazol-3-one **24** is protected such as with  $\text{Boc}_2\text{O}$  and DMAP in  $\text{CH}_2\text{Cl}_2$  at a temperature of about RT, to give the protected 6-nitro-2-hydroindazol-3-one. The protected 6-nitro-2-hydroindazol-3-one is reacted with an alcohol (where  $\text{R}^*$  is an appropriate substituent selected from the possible substituents on  $\text{R}^1$ ) and  $\text{Ph}_3\text{P}$  in a solvent, such as THF, and DEAD, at a temperature of about RT, to give the protected 6-nitro(indazol-3-yl) ether. The nitro intermediate is hydrogenated, such as with an  $\text{H}_2$  atmosphere in the presence of a catalyst, such as Pd/C, to give the protected 6-amino(indazol-3-yl) ether **25**. The amine **25** is coupled with 2-chloronicotinic acid in a solvent, such as an alcohol, preferably pentanol, at a temperature above RT, preferably

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at a temperature above about 75°C, and more preferably at a temperature at about 130°C to give the coupled and deprotected compound 26.

5

Scheme 10



Indoliny-substituted carboxamides can be prepared from the corresponding nitro indoline 27 by the process outlined in Scheme 10. For example, 3,3-dimethyl-6-nitroindoline 27 is alkylated, such as with N-protected-4-formylpiperidine in the presence of NaBH(OAc)<sub>3</sub> and acid, such as glacial AcOH, and solvent, such as dichloromethane, at a temperature of about RT, to afford the alkylated indane

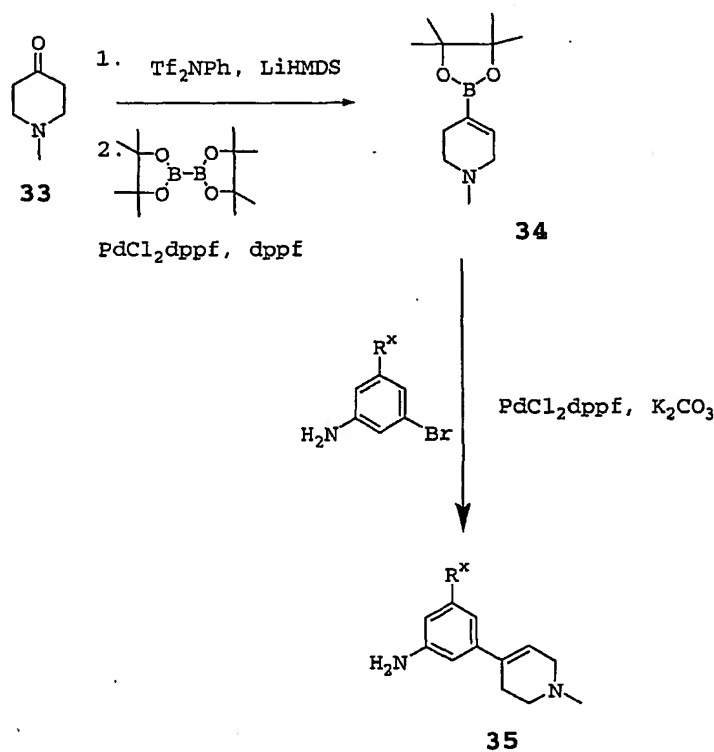


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28. Hydrogenation of the alkylated indane 28, such as with an  $H_2$  atmosphere in the presence of a catalyst, such as Pd/C, in the presence of a solvent, such as an alcohol, preferably MeOH, to give the amino intermediate 29.
- 5 Alternatively, other hydrogenation methods can be used, such as Fe powder with  $NH_4Cl$ . Coupling of the amine 29, such as with 2-chloronicotinic acid and DIEA, HOBt and EDC, in a solvent such as  $CH_2Cl_2$  at a temperature of about RT provides the protected carboxamide 30, which upon deprotection and
- 10 alkylation yields other compounds of the invention, 31 and 32, respectively. Alternatively, amine 29 is reacted with 2-fluoronicotinoyl chloride to form a 2-fluoronicotinamide, which can be alkylated, such as in Scheme 10.

15

Scheme 11



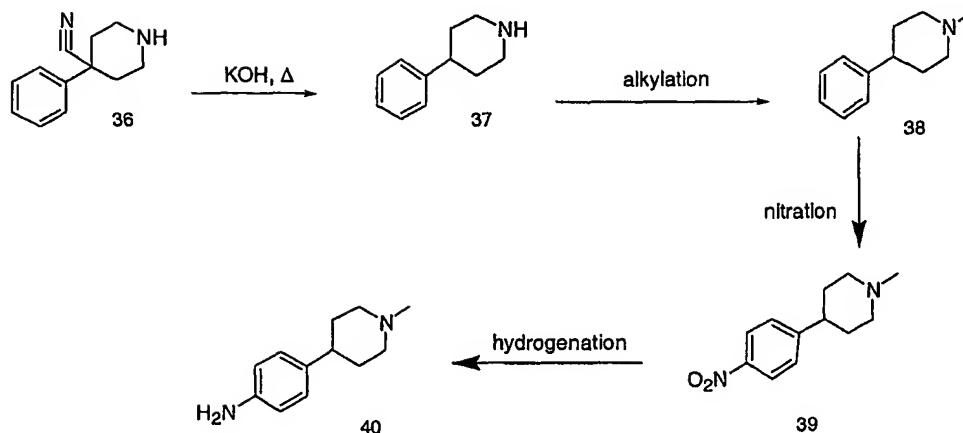
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Substituted anilines can be prepared by the process outlined in Scheme 11 (where R<sup>x</sup> is a substituent selected those available for substituted R<sup>1</sup>, preferably haloalkyl and alkyl). 1-Methyl-4-piperidinone is added to a solution of strong base such as LiHMDS, in a solvent such as THF, at a temperature below RT, preferably lower than about -50°C, more preferably at about -78°C. Tf<sub>2</sub>NPh is reacted with the enolate at a temperature of about RT, to give 1-methyl-4-(1,2,5,6-tetrahydro)pyridyl-(trifluoromethyl)sulfonate. A mixture of the triflate intermediate, bis(pinacolato)diboron, potassium acetate, 1,1'-bis(diphenylphosphino)ferrocene-palladium dichloride, and bis(diphenylphosphino)ferrocene in a solvent such as dioxane and heated at a temperature above RT, preferably at a temperature above about 50°C, and more preferably at a temperature at about 80°C to give 4,4,5,5-tetramethyl-2-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-1,3,2-dioxaborolane **34**. The substituted aniline **35** is formed from the 1,3,2-dioxaborolane **34** such as with treatment with an amine in the presence of 1,1'-bis(diphenylphosphino)ferrocene-palladium dichloride and base, such as K<sub>2</sub>CO<sub>3</sub>, in a solvent such as DMF at a temperature above RT, preferably at a temperature above about 50°C, and more preferably at a temperature at about 80°C.

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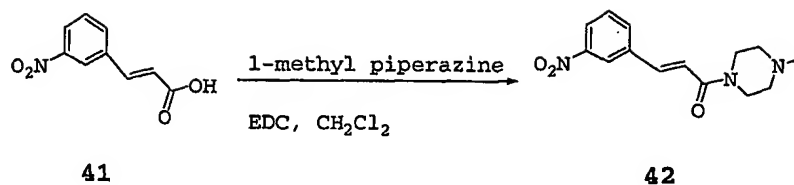
Scheme 12



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Substituted anilines can be prepared by the process outlined in Scheme 12. 4-Cyano-4-phenylpiperidine hydrochloride 36 is treated with base, such as KOH, at a temperature above RT, preferably at a temperature above about 100°C, and more preferably at a temperature at about 160°C, to provide the phenyl piperidine 37. Alkylation of the phenyl piperidine 37, such as with formaldehyde and NaCNBH<sub>3</sub> in a solvent such as CH<sub>3</sub>CN, with sufficient acid to maintain the reaction pH near 7, to provide the alkylated piperidine 38. Nitration of the phenylpiperidine 38, such as with H<sub>2</sub>SO<sub>4</sub> and fuming HNO<sub>3</sub> at a temperature below RT, and preferably at about 0°C, gives the nitro intermediate 39. Hydrogenation of the nitro intermediate 39, such as with an H<sub>2</sub> atmosphere in the presence of a catalyst, such as Pd/C, in the presence of a solvent, such as an alcohol, preferably MeOH, to give the amino intermediate 40.

Scheme 13

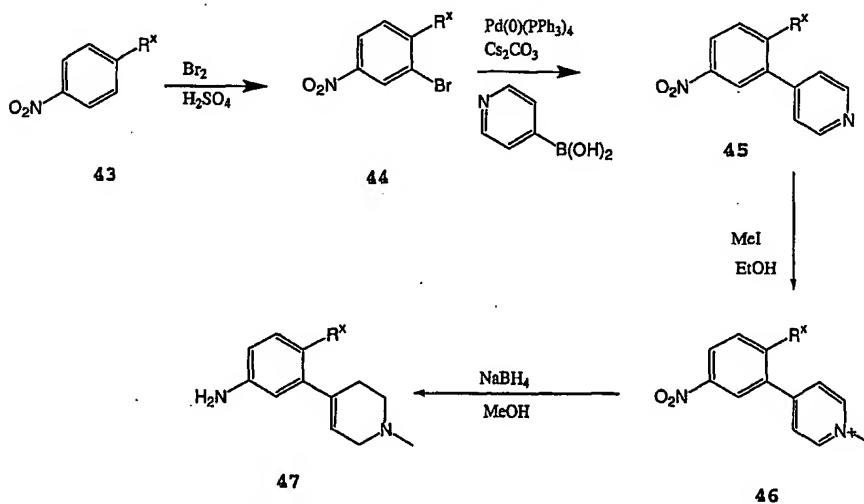


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Substituted amides can be prepared by the process outlined in Scheme 13. 3-Nitrocinnamic acid 41 is coupled with 1-methylpiperazine in the presence of EDC and a solvent such as CH<sub>2</sub>Cl<sub>2</sub>, at a temperature of about RT gives the carboxamide 42.

10

Scheme 14



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1,2,3,6-Tetrahydro-pyridyl substituted anilines are prepared such as by the procedure described in Scheme 14. Nitrobenzenes 43 are brominated, such as with bromine in the presence of acid, H<sub>2</sub>SO<sub>4</sub> for example, or with NBS to yield the 3-bromo derivative 44. Suzuki coupling of the bromo-derivative 44 and a substituted pyridylboronic acid, such as

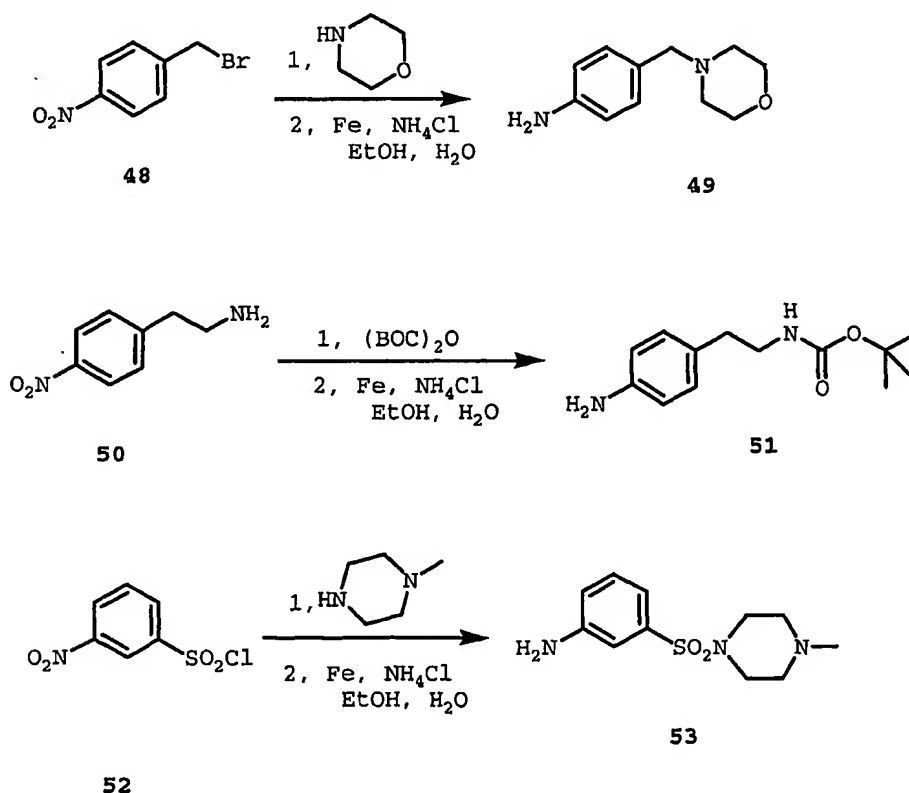
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at a temperature above RT, preferably above about 50°C, and more preferably at about 80°C, yields the pyridyl derivative 45. Alkylation of the nitrophenyl-pyridine 45, such as by treatment with iodomethane, preferably above about 50°C, and more preferably at about 80°C, yields the pyridinium compound 46, which upon reduction, such as by NaBH<sub>4</sub>, yields the tetrahydropyridine 47.

Scheme 15

10



A series of substituted anilines are prepared such as by the procedure described in Scheme 15. A nitrobenzyl bromide 48 is coupled with morpholine, such as at a temperature at about RT, to yield the heterocyclylmethyl nitrobenzene derivative. Reduction of the nitro compound, such as with iron powder, preferably above about 50°C, and

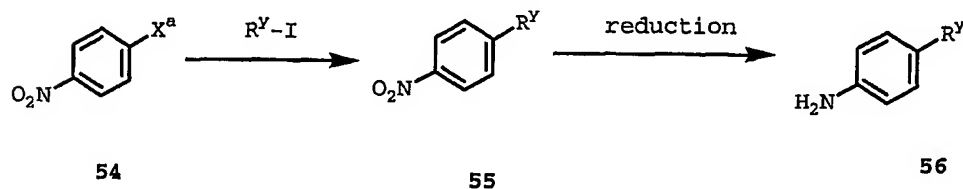
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more preferably at about 80°C, yields the heterocyclylmethyl substituted aniline 49.

Protected alkylamine substituted anilines can be prepared from the nitro free amines 50, such as with standard protecting agents and chemistry known in the art, such as BOC chemistry. Reduction of the protected nitro compound, such as with iron powder, preferably above about 50°C, and more preferably at about 80°C, yields the aniline 51.

10       Sulfonamide substituted anilines can be prepared from  
nitrobenzenesulfonyl chlorides 52. Coupling of  
nitrobenzenesulfonyl chlorides 52 with reactive heterocyclic  
compounds, such as substituted piperazines, piperidines, and  
the like, in a protic solvent such as EtOH, such as at a  
15       temperature about RT, yields the nitrobenzenesulfonamides 52.  
Reduction of the nitro benzenesulfonamide, such as with iron  
powder, preferably above about 50°C, and more preferably at  
about 80°C, yields the aniline 53.

20 Scheme 16



A series of perhaloalkyl-substituted anilines 56, where R<sup>y</sup> represents perhaloalkyl radicals, are prepared such as by the procedure described in Scheme 16. 1-Nitro-4-(perfluoroethyl)benzene can be synthesized by the method described in the reference [John N. Freskos, Synthetic Communications, 18(9), 965-972 (1988)]. Alternatively, 1-Nitro-4-(perfluoroalkyl)benzene can be synthesized from the nitro compound, where X<sup>a</sup> is a leaving group, such as bromo

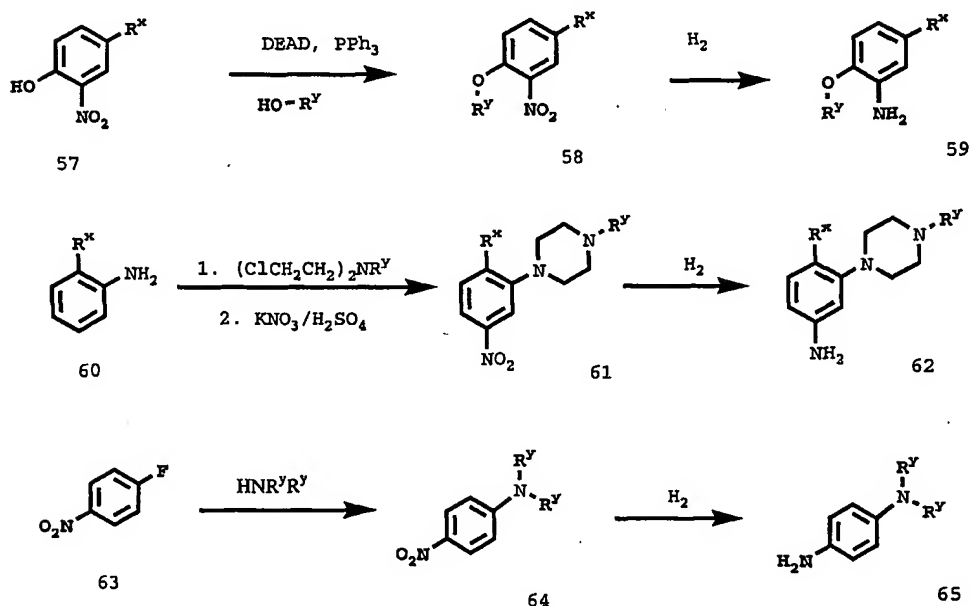
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or iodo, by the method described by W. A. Gregory, et al. [J. Med. Chem., 1990, 33, 2569-2578].

Reduction of the nitrobenzenes **55**, such as with iron powder, at a temperature above about 50°C, and preferably at about 80°C, yields the aniline **56**. Hydrogenation, such as with H<sub>2</sub> atmosphere in the presence of a catalyst, such as 10% Pd/C, is also possible.

Scheme 17

10



Additional series of substituted anilines are prepared such as by the procedures described in Scheme 17 (where  $R^x$  is a substituent selected those available for substituted  $R^1$ , preferably haloalkyl and alkyl). 2-Alkoxy substituted anilines **59** are prepared from the corresponding phenol compounds **57** such as by the Mitsunobu reaction, including treatment with a *N,N*-dialkylethanolamine and  $\text{PPh}_3$  and DEAD to give the corresponding nitro compound **58**, followed by hydrogenation, such as with H<sub>2</sub> to give the aniline **59**.

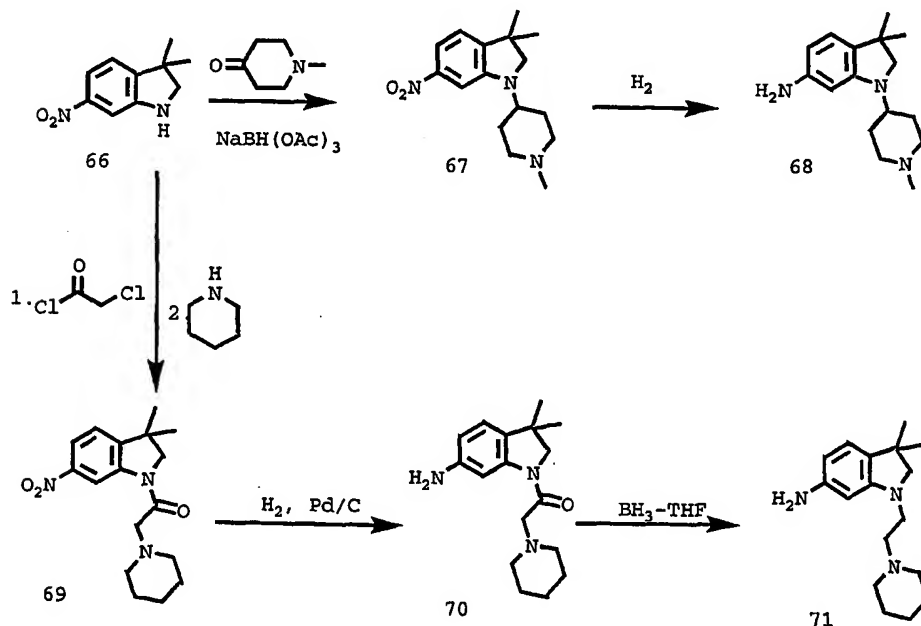
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Alternatively, piperazinyl substituted anilines 62 can be prepared by the treatment of an aniline 60 with an N-substituted-bis(2-chloroethyl)amine, base, such as  $K_2CO_3$  and NaI, at a temperature above about  $50^\circ C$ , preferably above about  $100^\circ C$ , and more preferably at about  $170^\circ C$ , to give the piperazinylbenzene compound 61. Nitration, such as with  $H_2SO_4$  and  $HNO_3$ , at a temperature above  $0^\circ C$ , and preferably at about RT, followed by hydrogenation, such as with  $H_2$  atmosphere gives the substituted aniline 62.

Alternatively, piperazinyl substituted anilines 65 can be prepared by the treatment of a fluoro-nitro-substituted aryl compounds 63. The fluoro-nitro-substituted aryl compounds 63 and 1-substituted piperazines are heated, preferably neat, at a temperature above about  $50^\circ C$ , and preferably at about  $90^\circ C$ , to yield the piperazinyl-nitroaryl compounds 64. Hydrogenation, such as with  $H_2$  atmosphere in the presence of a catalyst, such as 10% Pd/C, gives the substituted aniline 65.

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Scheme 18





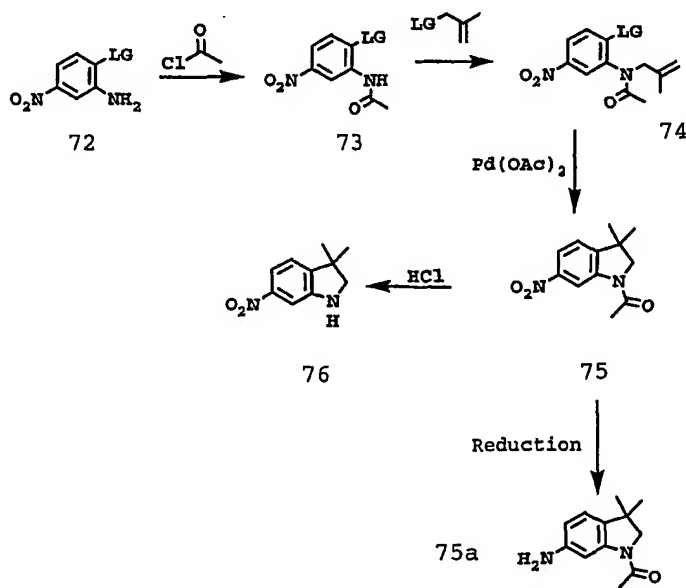
- 114 -

Substituted indolines are prepared such as by the procedures described in Scheme 18. Substituted amino-indolines 68 are prepared from the nitroindoline 66 and a ketone in the presence of  $\text{NaHB}(\text{OAc})_3$  to form the 1-substituted indoline 67. The nitroindoline 67 is hydrogenated, such as with  $\text{H}_2$  in the presence of a catalyst, such as  $\text{Pd/C}$ , to yield the amino-indoline 68.

Alternatively, substituted amino-indolines 71 are prepared from the nitroindoline 66. Nitroindoline 66, is reacted with an acid chloride to form an amide. Further treatment with a primary or secondary amine, preferably a secondary amine, such as in the presence of  $\text{NaI}$ , at a temperature above about  $50^\circ\text{C}$ , and preferably at about  $70^\circ\text{C}$  yields the nitroindoline 69. The nitro compound 69 is hydrogenated, such as with  $\text{H}_2$  in the presence of a catalyst, such as  $\text{Pd/C}$ , to yield the amino-indoline 70. The carbonyl is reduced, such as with  $\text{BH}_3\text{-THF}$  yields 1-aminoalkyl-indolines 71.

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Scheme 19



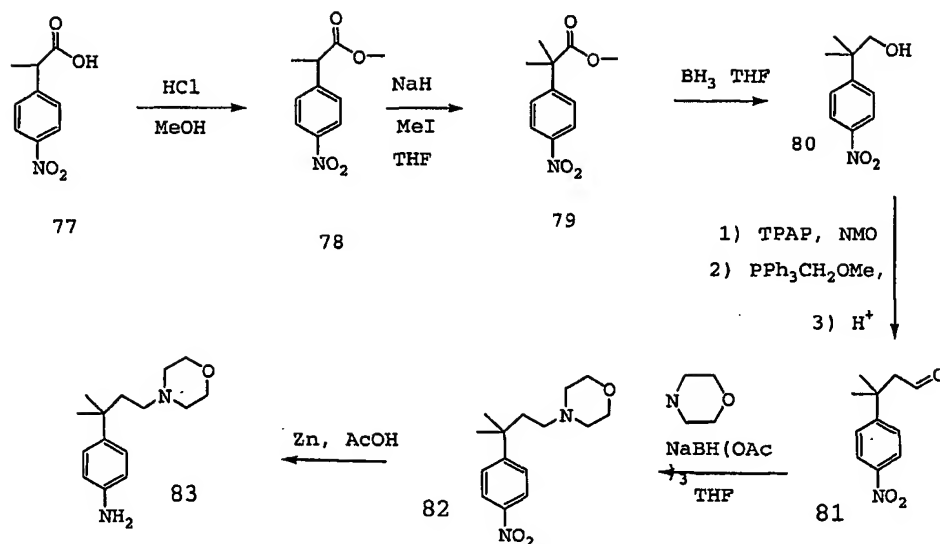
- 115 -

Substituted indolines are prepared such as by the procedures described in Scheme 19. Substituted acetamides 73 are prepared from the coupling of halo-5-nitroanilines 72 (where LG is bromo or chloro, preferably chloro) and an acylating agent, such as acetyl chloride or acetic anhydride, under standard coupling chemistry, such as with DIEA, and DMAP, at a temperature of about RT, in a suitable solvent, such as  $\text{CH}_2\text{Cl}_2$ , DMF and/or DMAC. The N-(2-methylprop-2-enyl)acetamide 74 is prepared from the acetamide 73, such as by the treatment of base, such as NaH in a suitable solvent such as NMP or anhydrous DMF and a 3-halo-2-methylpropene such as 3-bromo-2-methylpropene or 3-chloro-2-methylpropene, at a temperature between about 0°C and RT, and preferably at about RT; or with  $\text{CsCO}_3$  at a temperature above RT, preferably above about 50°C and more preferably above about 60°C. Cyclization of the N-(2-methylprop-2-enyl)acetamide 74, such as by the Heck-type reaction (treatment with  $\text{Pd}(\text{OAc})_2$  in the presence of base, for example tetraethyl-ammonium chloride, sodium formate, and NaOAc) at a temperature above about 50°C, and preferably at about 80°C, yields the protected (3,3-dimethyl-6-nitro-2,3-dihydro-indol-1-yl)ethanone 75. Deprotection, such as with strong acid such as HCl or AcOH at a temperature above about 50°C, and preferably at about 70-80°C, yields the 3,3-dimethyl-6-nitro-2,3-dihydro-indol-1-yl 76. Alternatively, the protected dihydro-6-nitro indoline 75 can be reduced, such as with Fe, or with 10% Pd/C in the presence of an excess of  $\text{NH}_4\text{CO}_2\text{H}$ , or with  $\text{H}_2$  in the presence of a catalyst to form the protected dihydro-6-amino indoline 75a.

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Scheme 20



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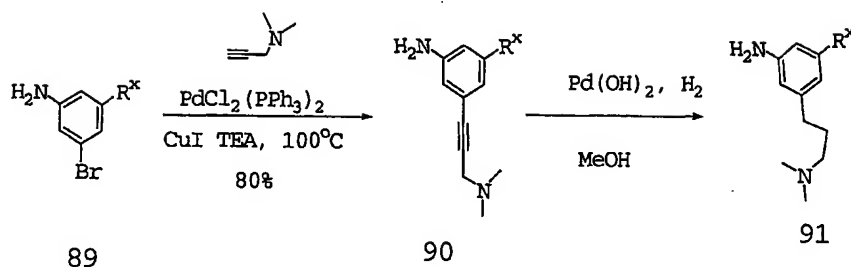
Substituted anilines are prepared such as by the procedures described in Scheme 20. Nitrophenyl esters 78 are formed from the acid 77, such as by treatment with MeOH and acid. Alkylation of the ester 78, such as by treatment

10 with base, followed by alkyl halide, yields the branched alkyl compounds 79. Reduction of the ester 79, such as with  $\text{BH}_3$ , yields the alcohol 80. The aldehyde 81 is prepared from the alcohol 80, such as by treatment with TPAP in the presence of N-methylmorpholine-N-oxide. Subsequent

15 treatment with methoxymethyltriphenylphosphonium chloride and KHMDS yields 81. Coupling of the aldehyde 81 and morpholine, such as with  $\text{NaBH(OAc)}_3$ , yields the tertiary amine 82. Reduction of the nitro compound, such as with acid, for example AcOH, and zinc yields the aniline 83.

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Scheme 21

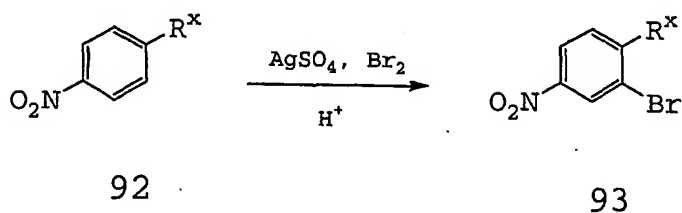


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Substituted aniline compounds are prepared such as by the procedure described in Scheme 21 (where  $\text{R}^x$  is a substituent selected those available for substituted  $\text{R}^1$ , preferably haloalkyl and alkyl). Alkynyl-aniline 90, prepared similar to that described in Scheme 22, is hydrogenated such as with  $\text{H}_2$  in the presence of a catalyst, such as  $\text{Pd}(\text{OH})_2$ , to yield the substituted alkyl 91.

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Scheme 22

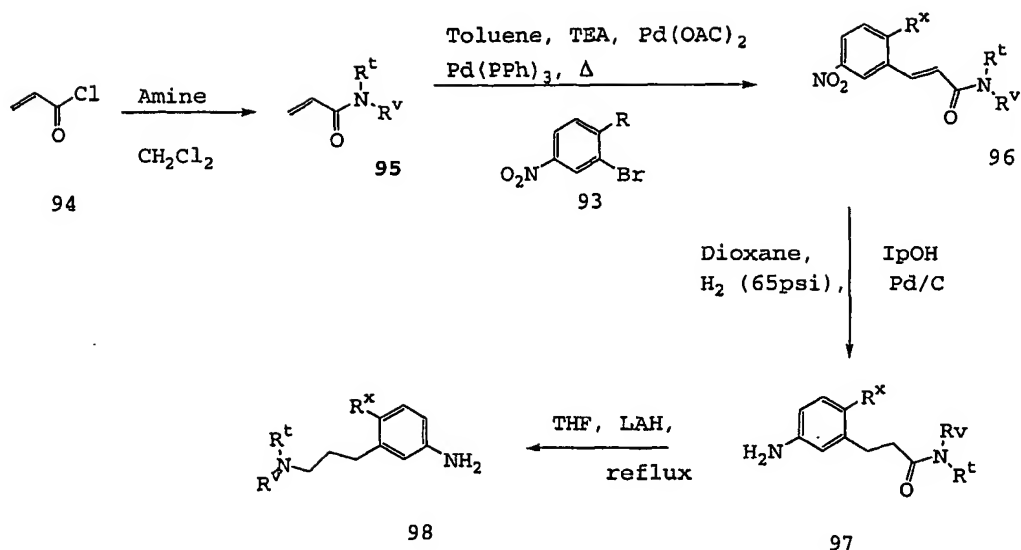


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Substituted bromophenyl compounds are prepared such as by the procedure described in Scheme 22. Bromine is added to a optionally substituted nitrobenzene 92, silver(II)sulfate and acid, such as  $\text{H}_2\text{SO}_4$ , to provide the bromo derivative 93.

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Scheme 23



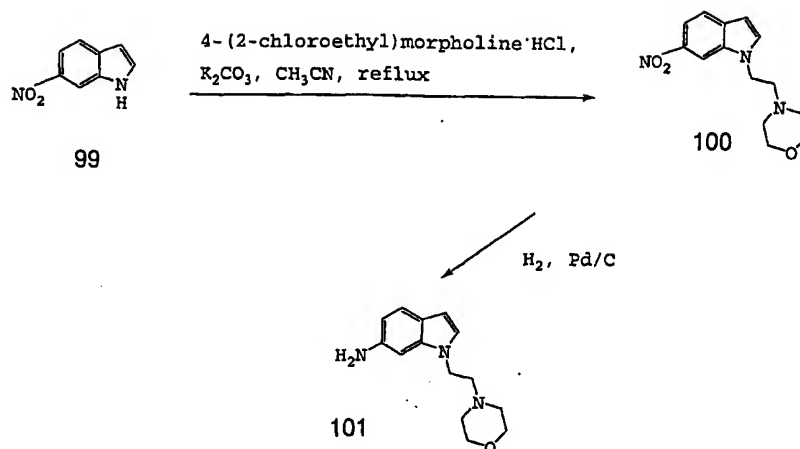
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Substituted anilines are prepared such as by the procedure described in Scheme 23 (where  $\text{R}^t$  and  $\text{R}^v$  are alkyl, or together with the nitrogen atom form a 4-6 membered heterocyclic ring). Acryloyl chloride 94 is reacted with an amine, preferably a secondary amine, such as at a temperature between about  $0^\circ\text{C}$  and about  $\text{RT}$ , to form the amide 95. A bromo-nitrobenzene 93 is reacted with the amide 95, such as in the presence of base, for example TEA, together with  $\text{Pd}(\text{OAc})_2$  and  $\text{Pd}(\text{PPh}_3)_4$ , at a temperature above about  $50^\circ\text{C}$ , and preferably at about  $120^\circ\text{C}$ , such as in a sealed container, to form the substituted alkene 96. Hydrogenation of the alkene 96, such as with  $\text{H}_2$ -in the presence of a catalyst, for example  $\text{Pd/C}$  catalyst yields the substituted aniline 97. Reduction of the amide 97, such as with  $\text{LiAlH}_4$ , at a temperature above about  $50^\circ\text{C}$ , and preferably at about  $80^\circ\text{C}$  yields the aniline 98.

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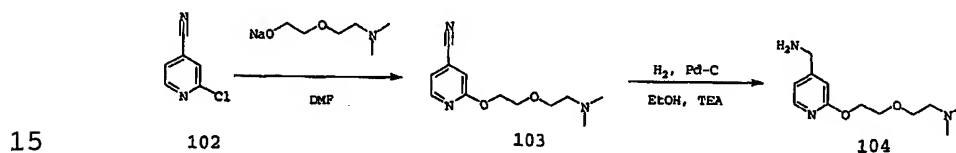
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Scheme 24



5 Substituted indoles are prepared such as by the  
 procedure described in Scheme 24. A nitroindole 99 is  
 coupled with a halo compound, in the presence of base, for  
 example K<sub>2</sub>CO<sub>3</sub>. Heating at a temperature above about 50°C,  
 and preferably at about reflux yields the substituted-nitro-  
 10 1H-indole 100. Hydrogenation similar to conditions  
 described above yield the amino derivative 101.

Scheme 25



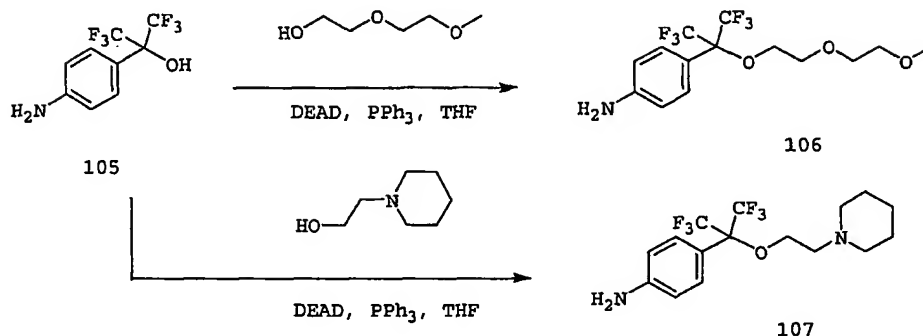
15 Substituted aminomethyl compounds are prepared such as  
 by the procedure described in Scheme 25. NaH is added to an  
 alcohol and heated at a temperature above about RT, and  
 20 preferably at about 50°C, to form the sodium alkoxide, which  
 is added to a halo compound 102, such as a 2-chloro-4-  
 cyanopyridine and heated at a temperature above about 50°C,

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and preferably at about 70°C to form the ether 103.  
Hydrogenation yields the aminomethyl derivative 104.

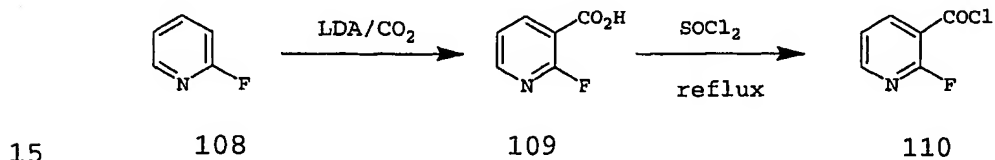
Scheme 26

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Substituted anilines are prepared such as by the  
procedure described in Scheme 26. Treatment with the  
haloalkyl alcohol 105 with an alcohol, such as in the  
presence of DEAD and PPh<sub>3</sub>, yields the ether 107 or 106.

Scheme 27



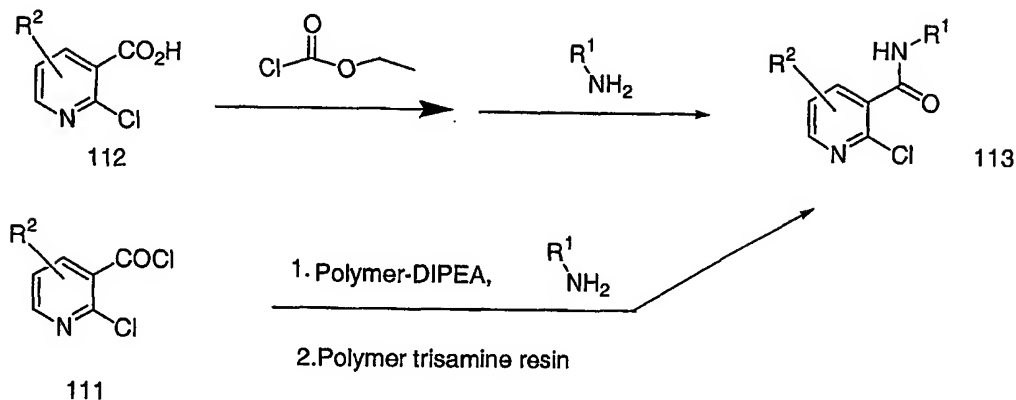
Functionalized pyridines are prepared such as by the  
procedure described in Scheme 27. 2-Fluoropyridine 108 is  
treated with base, such as LDA, at a temperature below about  
0°C, and preferably at about -78°C, and quenched with a  
stream of dry CO<sub>2</sub> to form the nicotinic acid 109.  
Alternatively, solid CO<sub>2</sub> (dry ice) can be used, preferably  
dried with N<sub>2</sub> prior to use. The acid 109 is converted to the  
acid halide 110, such as by treatment with thionyl chloride

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and heating at a temperature above about 50°C, and preferably at about reflux.

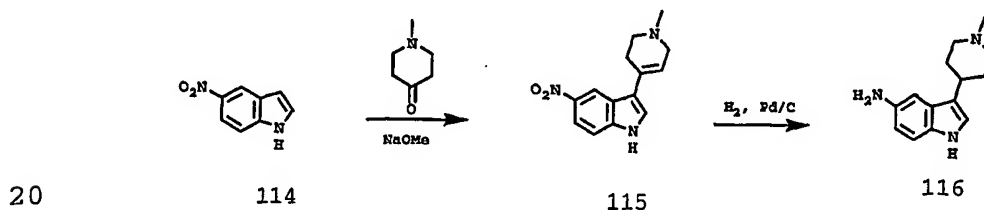
Scheme 28

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Chloro-substituted pyridines 113 are prepared such as by the procedure described in Scheme 28. 2-Chloronicotinic acid 112 is activated with ethyl chloroformate, in the presence of base, such as TEA, at a temperature of about RT. Reaction with an amine produces amide 113. Alternatively, the amine can be coupled with the acid chloride 111, such as with polymer-supported DIPEA. Excess acid chloride is removed by treating the reaction mixture with polymer-supported trisamine resin, to form amide 113.

Scheme 29



Amino-substituted indoles 116 are prepared such as by the procedure described in Scheme 291. Nitroindoline 114 is

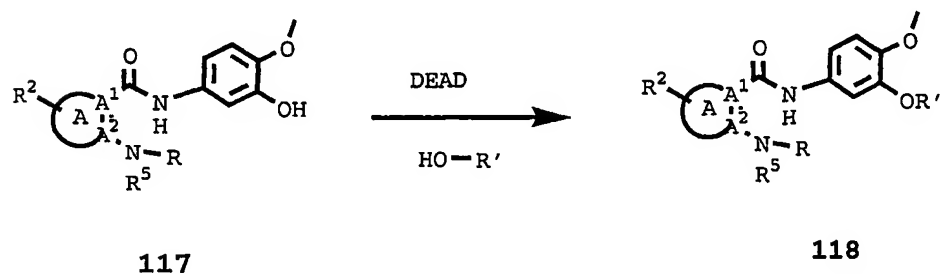


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reacted with N-methyl-4-piperidone in the presence of NaOMe at a temperature above about 50°C, and preferably at about reflux, to form the 3-substituted indole 115. Hydrogenation as previously discussed yields the amino indole 116.

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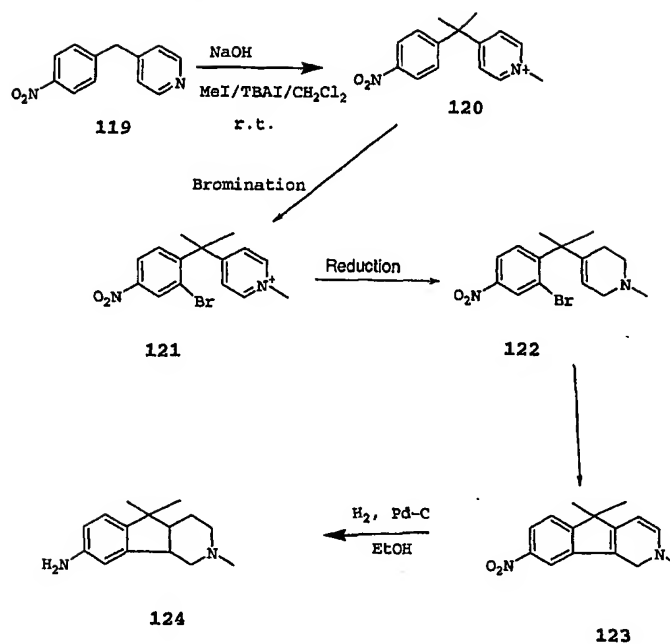
Scheme 30



10 Substituted carboxamides 118 can be prepared from the corresponding phenols 117 of the invention, by the process outlined in Scheme 30. A carboxamide 117 is coupled with an alcohol, such as 4-hydroxy-N-methylpiperidine, in the presence of DEAD and triphenylphosphine, in a solvent such as THF, at a temperature of about RT, provides the ether 118.

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Scheme 31



5

2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluoren-6-ylamine may be prepared by the method found in Scheme 31.

Nitrobenzylpyridines **119** are alkylated, such as with MeI, in the presence of TBAI and base to form the pyridinium compound **120**. The pyridinium compounds **120** are halogenated, such as brominated with NBS, to form the brominated pyridinium compounds **121** which are reduced such as with  $\text{NaBH}_4$ , dehalogenated and reduced to form the hexahydro-fluorenes **124**.

15

The starting compounds defined in Schemes 1-31 may also be present with functional groups in protected form if necessary and/or in the form of salts, provided a salt-forming group is present and the reaction in salt form is possible. If so desired, one compound of formula I-X can be converted into another compound of formula I-X or a N-oxide

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thereof; a compound of formula I-X can be converted into a salt; a salt of a compound of formula I-X can be converted into the free compound or another salt; and/or a mixture of isomeric compounds of formula I-X can be separated into the  
5 individual isomers.

N-Oxides can be obtained in a known matter by reacting a compound of formula I-X with hydrogen peroxide or a peracid, e.g. 3-chloroperoxy-benzoic acid, in an inert solvent, e.g. dichloromethane, at a temperature between  
10 about -10-35°C, such as about 0°C - RT.

If one or more other functional groups, for example carboxy, hydroxy, amino, or mercapto, are or need to be protected in a compound of formula I-X or in the preparation of compounds of formula I-X, because they should not take  
15 part in the reaction, these are such groups as are usually used in the synthesis of peptide compounds, and also of cephalosporins and penicillins, as well as nucleic acid derivatives and sugars.

The protecting groups may already be present in  
20 precursors and should protect the functional groups concerned against unwanted secondary reactions, such as acylations, etherifications, esterifications, oxidations, solvolysis, and similar reactions. It is a characteristic of protecting groups that they lend themselves readily, i.e.  
25 without undesired secondary reactions, to removal, typically by solvolysis, reduction, photolysis or also by enzyme activity, for example under conditions analogous to physiological conditions, and that they are not present in the end-products. The specialist knows, or can easily  
30 establish, which protecting groups are suitable with the reactions mentioned above and hereinafter.

The protection of such functional groups by such protecting groups, the protecting groups themselves, and their removal reactions are described for example in

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- standard reference works, such as J. F. W. McOmie, "Protective Groups in Organic Chemistry", Plenum Press, London and New York 1973, in T. W. Greene, "Protective Groups in Organic Synthesis", Wiley, New York 1981, in "The Peptides"; Volume 3 (editors: E. Gross and J. Meienhofer), Academic Press, London and New York 1981, in "Methoden der organischen Chemie" (Methods of organic chemistry), Houben Weyl, 4th edition, Volume 15/1, Georg Thieme Verlag, Stuttgart 1974, in H.-D. Jakubke and H. Jescheit, "Aminosäuren, Peptide, Proteine" (Amino acids, peptides, proteins), Verlag Chemie, Weinheim, Deerfield Beach, and Basel 1982, and in Jochen Lehmann, "Chemie der Kohlenhydrate: Monosaccharide und Derivate" (Chemistry of carbohydrates: monosaccharides and derivatives), Georg Thieme Verlag, Stuttgart 1974.

In the additional process steps, carried out as desired, functional groups of the starting compounds which should not take part in the reaction may be present in unprotected form or may be protected for example by one or more of the protecting groups mentioned above under "protecting groups". The protecting groups are then wholly or partly removed according to one of the methods described there.

Salts of a compound of formula I-X with a salt-forming group may be prepared in a manner known *per se*. Acid addition salts of compounds of formula I-X may thus be obtained by treatment with an acid or with a suitable anion exchange reagent. A salt with two acid molecules (for example a dihalogenide of a compound of formula I) may also be converted into a salt with one acid molecule per compound (for example a monohalogenide); this may be done by heating to a melt, or for example by heating as a solid under a high vacuum at elevated temperature, for example from 130 to

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170°C, one molecule of the acid being expelled per molecule of a compound of formula I-X.

Salts can usually be converted to free compounds, e.g. by treating with suitable basic agents, for example with  
5 alkali metal carbonates, alkali metal hydrogen carbonates, or alkali metal hydroxides, typically potassium carbonate or sodium hydroxide.

A compound of formula I-X, wherein Z is oxygen, can be converted into the respective compound wherein Z is sulfur, for example, by using an appropriate sulfur compound, e. g.  
10 using reaction with Lawesson's reagent (2,4-bis-(4-methoxyphenyl)2,4-dithioxo-1,2,3,4-dithiaphosphetan) in a halogenated hydrocarbon, such as  $\text{CH}_2\text{Cl}_2$ , or an aprotic solvent, such as toluene or xylene, at temperatures from  
15 about 30°C to reflux.

All process steps described here can be carried out under known reaction conditions, preferably under those specifically mentioned, in the absence of or usually in the presence of solvents or diluents, preferably such as are  
20 inert to the reagents used and able to dissolve these, in the absence or presence of catalysts, condensing agents or neutralizing agents, for example ion exchangers, typically cation exchangers, for example in the  $\text{H}^+$  form, depending on the type of reaction and/or reactants at reduced, normal, or  
25 elevated temperature, for example in the range from about -100°C to about 190°C, preferably from about -80°C to about 150°C, for example at about -80 to about 60°C, at room temperature, at about -20 to about 40°C or at the boiling point of the solvent used, under atmospheric pressure or in  
30 a closed vessel, where appropriate under pressure, and/or in an inert atmosphere, for example under argon or nitrogen.

Salts may be present in all starting compounds and transients, if these contain salt-forming groups. Salts may

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also be present during the reaction of such compounds, provided the reaction is not thereby disturbed.

In certain cases, typically in hydrogenation processes, it is possible to achieve stereoselective reactions, allowing for example easier recovery of individual isomers.

The solvents from which those can be selected which are suitable for the reaction in question include for example water, esters, typically lower alkyl-lower alkanooates, e.g., ethyl acetate, ethers, typically aliphatic ethers, e.g., diethylether, or cyclic ethers, e.g., THF, liquid aromatic hydrocarbons, typically benzene or toluene, alcohols, typically MeOH, EtOH or 1-propanol, IPOH, nitriles, typically  $\text{CH}_3\text{CN}$ , halogenated hydrocarbons, typically  $\text{CH}_2\text{Cl}_2$ , acid amides, typically DMF, bases, typically heterocyclic nitrogen bases, e.g. pyridine, carboxylic acids, typically lower alkanecarboxylic acids, e.g., AcOH, carboxylic acid anhydrides, typically lower alkane acid anhydrides, e.g., acetic anhydride, cyclic, linear, or branched hydrocarbons, typically cyclohexane, hexane, or isopentane, or mixtures of these solvents, e.g., aqueous solutions, unless otherwise stated in the description of the process. Such solvent mixtures may also be used in processing, for example in chromatography.

The invention relates also to those forms of the process in which one starts from a compound obtainable at any stage as a transient and carries out the missing steps, or breaks off the process at any stage, or forms a starting material under the reaction conditions, or uses said starting material in the form of a reactive derivative or salt, or produces a compound obtainable by means of the process according to the invention and processes the said compound *in situ*. In the preferred embodiment, one starts

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from those starting materials which lead to the compounds described above as preferred.

The compounds of formula I-X, including their salts, are also obtainable in the form of hydrates, or their  
5 crystals can include for example the solvent used for crystallization (present as solvates).

New starting materials and/or intermediates, as well as processes for the preparation thereof, are likewise the subject of this invention. In the preferred embodiment, such  
10 starting materials are used and reaction conditions so selected as to enable the preferred compounds to be obtained.

Starting materials of the invention, are known, are commercially available, or can be synthesized in analogy to  
15 or according to methods that are known in the art.

For example, amine 1 can be prepared by reduction of the corresponding nitro. The reduction preferably takes place in the presence of a suitable reducing agent, such as tin(II) chloride or hydrogen in the presence of an  
20 appropriate catalyst, such as Raney nickel (then preferably the hydrogen is used under pressure, e.g. between 2 and 20 bar) or PtO<sub>2</sub>, in an appropriate solvent, e.g. an alcohol, such as MeOH. The reaction temperature is preferably between about 0°C and about 80°C, especially about 15°C to about  
25 30°C.

It would also be possible to reduce the nitro compound after forming the amide compound under reaction conditions analogous to those for the reduction of nitro compounds described above. This would eliminate the need to protect  
30 the free amino group as described in Scheme 1.

In the preparation of starting materials, existing functional groups which do not participate in the reaction should, if necessary, be protected. Preferred protecting

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groups, their introduction and their removal are described above or in the examples.

All remaining starting materials are known, capable of being prepared according to known processes, or commercially obtainable; in particular, they can be prepared using processes as described in the examples.

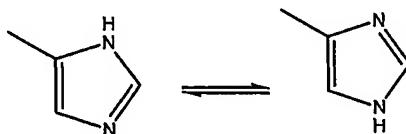
Compounds of the present invention can possess, in general, one or more asymmetric carbon atoms and are thus capable of existing in the form of optical isomers as well as in the form of racemic or non-racemic mixtures thereof. The optical isomers can be obtained by resolution of the racemic mixtures according to conventional processes, *e.g.*, by formation of diastereoisomeric salts, by treatment with an optically active acid or base. Examples of appropriate acids are tartaric, diacetyltartaric, dibenzoyltartaric, ditoluoyltartaric, and camphorsulfonic acid and then separation of the mixture of diastereoisomers by crystallization followed by liberation of the optically active bases from these salts. A different process for separation of optical isomers involves the use of a chiral chromatography column optimally chosen to maximize the separation of the enantiomers. Still another available method involves synthesis of covalent diastereoisomeric molecules by reacting compounds of the invention with an optically pure acid in an activated form or an optically pure isocyanate. The synthesized diastereoisomers can be separated by conventional means such as chromatography, distillation, crystallization or sublimation, and then hydrolyzed to deliver the enantiomerically pure compound. The optically active compounds of the invention can likewise be obtained by using optically active starting materials. These isomers may be in the form of a free acid, a free base, an ester or a salt.



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The compounds of this invention may contain one or more asymmetric centers and thus occur as racemates and racemic mixtures, scalemic mixtures, single enantiomers, individual diastereomers and diastereomeric mixtures. All such isomeric forms of these compounds are expressly included in the present invention.

The compounds of this invention may also be represented in multiple tautomeric forms, for example, as illustrated below:



The invention expressly includes all tautomeric forms of the compounds described herein.

The compounds may also occur in cis- or trans- or E- or Z- double bond isomeric forms. All such isomeric forms of such compounds are expressly included in the present invention. All crystal forms of the compounds described herein are expressly included in the present invention.

Substituents on ring moieties (e.g., phenyl, thienyl, etc.) may be attached to specific atoms, whereby they are intended to be fixed to that atom, or they may be drawn unattached to a specific atom, whereby they are intended to be attached at any available atom that is not already substituted by an atom other than H (hydrogen).

The compounds of this invention may contain heterocyclic ring systems attached to another ring system. Such heterocyclic ring systems may be attached through a carbon atom or a heteroatom in the ring system.

Alternatively, a compound of any of the formulas delineated herein may be synthesized according to any of the processes delineated herein. In the processes delineated

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herein, the steps may be performed in an alternate order and may be preceded, or followed, by additional protection/deprotection steps as necessary. The processes may further comprise use of appropriate reaction conditions, including inert solvents, additional reagents, such as bases (e.g., LDA, DIEA, pyridine,  $K_2CO_3$ , and the like), catalysts, and salt forms of the above. The intermediates may be isolated or carried on *in situ*, with or without purification. Purification methods are known in the art and include, for example, crystallization, chromatography (liquid and gas phase, simulated moving bed ("SMB")), extraction, distillation, trituration, reverse phase HPLC and the like. Reaction conditions such as temperature, duration, pressure, and atmosphere (inert gas, ambient) are known in the art and may be adjusted as appropriate for the reaction.

As can be appreciated by the skilled artisan, the above synthetic schemes are not intended to comprise a comprehensive list of all means by which the compounds described and claimed in this application may be synthesized. Further methods will be evident to those of ordinary skill in the art. Additionally, the various synthetic steps described above may be performed in an alternate sequence or order to give the desired compounds. Synthetic chemistry transformations and protecting group methodologies (protection and deprotection) useful in synthesizing the inhibitor compounds described herein are known in the art and include, for example, those such as described in R. Larock, *Comprehensive Organic Transformations*, VCH Publishers (1989); T.W. Greene and P.G.M. Wuts, *Protective Groups in Organic Synthesis*, 3rd. Ed., John Wiley and Sons (1999); L. Fieser and M. Fieser, *Fieser and Fieser's Reagents for Organic Synthesis*, John Wiley and Sons (1994); A. Katritzky and A. Pozharski,

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Handbook of Heterocyclic Chemistry, 2<sup>nd</sup> Ed. (2001); M. Bodanszky, A. Bodanszky: *The practice of Peptide Synthesis* Springer-Verlag, Berlin Heidelberg 1984; J. Seyden-Penne: *Reductions by the Alumino- and Borohydrides in Organic Synthesis*, 2<sup>nd</sup> Ed., Wiley-VCH, 1997; and L. Paquette, ed., *Encyclopedia of Reagents for Organic Synthesis*, John Wiley and Sons (1995).

The compounds of this invention may be modified by appending appropriate functionalities to enhance selective biological properties. Such modifications are known in the art and include those which increase biological penetration into a given biological compartment (e.g., blood, lymphatic system, central nervous system), increase oral availability, increase solubility to allow administration by injection, alter metabolism and alter rate of excretion.

The following examples contain detailed descriptions of the methods of preparation of compounds of Formulas I-X. These detailed descriptions fall within the scope, and serve to exemplify, the above described General Synthetic Procedures which form part of the invention. These detailed descriptions are presented for illustrative purposes only and are not intended as a restriction on the scope of the invention.

Unless otherwise noted, all materials were obtained from commercial suppliers and used without further purification. Anhydrous solvents such as DMF, THF, CH<sub>2</sub>Cl<sub>2</sub> and toluene were obtained from the Aldrich Chemical Company. All reactions involving air- or moisture-sensitive compounds were performed under a nitrogen atmosphere. Flash chromatography was performed using Aldrich Chemical Company silica gel (200-400 mesh, 60A) or Biotage pre-packed column. Thin-layer chromatography (TLC) was performed with Analtech gel TLC plates (250 μ). Preparative TLC was performed with Analtech silica gel plates (1000-2000 μ). Preparative HPLC

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was conducted on a Beckman or Waters HPLC system with 0.1% TFA/H<sub>2</sub>O and 0.1% TFA/CH<sub>3</sub>CN as mobile phase. The flow rate was at 20 ml/min. and gradient method was used. <sup>1</sup>H NMR spectra were determined with super conducting FT NMR spectrometers operating at 400 MHz or a Varian 300 MHz instrument. Chemical shifts are expressed in ppm downfield from internal standard tetramethylsilane. All compounds showed NMR spectra consistent with their assigned structures. Mass spectra (MS) were determined on a Perkin Elmer - SCIEX API 165 electrospray mass spectrometer(positive and, or negative) or an HP 1100 MSD LC-MS with eletrospray ionization and quadrupole detection. All parts are by weight and temperatures are in Degrees centigrade unless otherwise indicated.

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The following abbreviations are used:

	AIBN -	2,2'-azobisisobutyronitrile
5	Ar -	argon
	AgSO <sub>4</sub> -	silver sulfate
	ATP -	adenosine triphosphate
	BH <sub>3</sub> -	borane
	Boc -	tert-butyloxycarbonyl
10	Boc <sub>2</sub> O -	Boc anhydride
	BOP-Cl -	bis(2-oxo-3-oxazolidinyl)phosphinic chloride
	Br <sub>2</sub> -	bromine
	BSA -	bovine serum albumin
15	t-BuOH -	tert-butanol
	CAN -	ammonium cerium(IV) nitrate
	CH <sub>3</sub> CN, AcCN -	acetonitrile
	CH <sub>2</sub> Cl <sub>2</sub> -	dichloromethane
	CH <sub>3</sub> I, MeI -	iodomethane, methyl iodide
20	CCl <sub>4</sub> -	carbon tetrachloride
	CCl <sub>3</sub> -	chloroform
	CO <sub>2</sub> -	carbon dioxide
	Cs <sub>2</sub> CO <sub>3</sub> -	cesium carbonate
	DIEA -	diisopropylethylamine
25	CuI -	copper iodide
	DCE -	1,2-dichloroethane
	DEAD -	diethyl azodicarboxylate
	DIEA -	diisopropylethylamine
	dppf -	1,1-diphenylphosphinoferrocene
30	DMAP -	4-(dimethylamino)pyridine
	DMAC -	N,N-dimethylacetamide
	DMF -	dimethylformamide
	DMSO -	dimethylsulfoxide
	DTT -	dithiothreitol
35	EDC, EDAC-	1-(3-dimethylaminopropyl)-3-

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		ethylcarbodiimide hydrochloride
	EGTA -	ethylene glycol-bis( $\beta$ -aminoethyl ether)- N,N,N',N'-tetraacetic acid
	EtOAc -	ethyl acetate
5	EtOH -	ethanol
	Et <sub>2</sub> O -	diethyl ether
	Fe -	iron
	g -	gram
	h -	hour
10	HATU -	O-(7-azabenzotriazol-1-yl)-N,N,N',N'- tetramethyluronium hexafluorophosphate
	H <sub>2</sub> -	hydrogen
	H <sub>2</sub> O -	water
	HCl -	hydrochloric acid
15	H <sub>2</sub> SO <sub>4</sub> -	sulfuric acid
	H <sub>2</sub> NNH <sub>2</sub> -	hydrazine
	HC(OEt) <sub>3</sub> -	triethylorthoformate
	HCHO, H <sub>2</sub> CO -	formaldehyde
	HCO <sub>2</sub> Na -	sodium formate
20	HOAc, AcOH -	acetic acid
	HOAt -	1-hydroxy-7-azabenzotriazole
	HOBt -	hydroxybenzotriazole
	IpOH -	isopropanol
	K <sub>2</sub> CO <sub>3</sub> -	potassium carbonate
25	KHMDS -	potassium hexamethylsilazane
	KNO <sub>3</sub> -	potassium nitrate
	KOAc -	potassium acetate
	KOH -	potassium hydroxide
	LAH, LiAlH <sub>4</sub> -	lithium aluminum hydride
30	LDA -	lithium diisopropylamide
	LiCl -	lithium chloride
	LiHMDS -	lithium hexamethyldisilazide
	MeOH -	methanol
	MgCl <sub>2</sub> -	magnesium chloride

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	MgSO <sub>4</sub> -	magnesium sulfate
	mg -	milligram
	ml -	milliliter
	MnCl <sub>2</sub> -	manganese chloride
5	NBS -	N-bromosuccinimide
	NMO -	4-methylmorpholine, N-oxide
	NMP -	N-methylpyrrolidone
	Na <sub>2</sub> SO <sub>4</sub> -	sodium sulfate
	Na <sub>2</sub> S <sub>2</sub> O <sub>5</sub> -	sodium metabisulfite
10	NaHCO <sub>3</sub> -	sodium bicarbonate
	Na <sub>2</sub> CO <sub>3</sub> -	sodium carbonate
	NaCl -	sodium chloride
	NaH -	sodium hydride
	NaI -	sodium iodide
15	NaOH -	sodium hydroxide
	NaOMe -	sodium methoxide
	NaCNBH <sub>3</sub> -	sodium cyanoborohydride
	NaBH <sub>4</sub> -	sodium borohydride
	NaNO <sub>2</sub> -	sodium nitrate
20	NaBH(OAc) <sub>3</sub> -	sodium triacetoxymborohydride
	NH <sub>4</sub> Cl -	ammonium chloride
	N <sub>2</sub> -	nitrogen
	Pd/C -	palladium on carbon
	PdCl <sub>2</sub> (PPh <sub>3</sub> ) <sub>2</sub> -	palladium chloride bis(triphenylphosphine)
25	PdCl <sub>2</sub> (dppf) -	1,1-bis(diphenylphosphino) ferrocene
		palladium chloride
	Pd(PPh <sub>3</sub> ) <sub>4</sub> -	palladium tetrakis triphenylphosphine
	Pd(OH) <sub>2</sub> -	palladium hydroxide
	Pd(OAc) <sub>2</sub> -	palladium acetate
30	PMB -	para methoxybenzyl
	POCl <sub>3</sub> -	phosphorus oxychloride
	PPh <sub>3</sub> -	triphenylphosphine
	PtO <sub>2</sub> -	platinum oxide
	RT -	room temperature

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	SiO <sub>2</sub> -	silica
	SOCl <sub>2</sub> -	thionyl chloride
	TBAI -	tetrabutylammonium iodide
	TEA -	triethylamine
5	Tf <sub>2</sub> NPh -	N-phenyltrifluoromethanesulfonimide
	TFA -	trifluoroacetic acid
	THF -	tetrahydrofuran
	TPAP -	tetrapropylammonium perruthenate
	Tris-HCl -	Tris(hydroxymethyl)aminomethane
10		hydrochloride salt
	Zn -	zinc

**Preparation I - 3-nitro-5-trifluoromethyl-phenol**

1-Methoxy-3-nitro-5-trifluoromethyl-benzene (10g, Aldrich)  
15 and pyridine-HCl (41.8g, Aldrich) were mixed together and heated neat at 210°C in an open flask. After 2.5 h the mixture was cooled to RT and partitioned between 1N HCl and EtOAc. The EtOAc fraction was washed with 1N HCl (4x), brine (1x), dried with Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo  
20 to form 3-nitro-5-trifluoromethyl-phenol as an off-white solid.

**Preparation II - 1-Boc-4-(3-nitro-5-trifluoromethyl-phenoxy)-piperidine**

25 3-Nitro-5-trifluoromethyl-phenol (8.81g) was dissolved in THF (76 ml). 1-Boc-4-hydroxy-piperidine (8.81 g, Aldrich) and Ph<sub>3</sub>P (11.15 g) were added and the solution was cooled to -20°C. A solution of DEAD (6.8 ml, Aldrich) in THF (36 ml) was added dropwise, maintaining the temperature between -20  
30 and -10°C. The reaction was warmed to RT and stirred overnight. The reaction was concentrated in vacuo and triturated with hexane. The yellow solid was removed by filtration and washed with Et<sub>2</sub>O (25 ml), and hexane. The white filtrate was washed with 1N NaOH (2x), brine (1x) and



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the hexane layer was dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo. The crude material was purified with flash chromatography (SiO<sub>2</sub>, 5-10% EtOAc/hexane) to obtain 1-Boc-4-(3-nitro-5-trifluoromethyl-phenoxy)-piperidine.

5

The following compounds were prepared similarly to the procedure outlined above:

- 10 a) (S)-1-Boc-[2-(5-nitro-2-trifluoromethylphenoxy)methyl]-pyrrolidine
- b) (R)-1-Boc-[2-(5-nitro-2-trifluoromethylphenoxy)methyl]-pyrrolidine.
- c) (R) 1-Boc-2-(3-Nitro-5-trifluoromethyl-phenoxy)methyl)-pyrrolidine
- 15 d) 4-(2-tert-Butyl-5-nitro-phenoxy)methyl)-1-methyl-piperidine.
- e) (S) 1-Boc-2-(3-Nitro-5-trifluoromethyl-phenoxy)methyl)-pyrrolidine
- f) 1-Boc-3-(5-nitro-2-pentafluoroethyl-phenoxy)methyl)-azetidine.
- 20 g) N-Boc-[2-(5-nitro-2-pentafluoroethyl-phenoxy)-ethyl]amine.
- h) (R) 3-(2-tert-Butyl-5-nitro-phenoxy)methyl)-1-Boc-pyrrolidine.
- 25 i) 3-(2-tert-Butyl-5-nitro-phenoxy)methyl)-1-Boc-azetidine.
- j) (S)-1-Boc-[2-(5-nitro-2-tert-butylphenoxy)methyl]-pyrrolidine
- k) (S) 3-(2-tert-Butyl-5-nitro-phenoxy)methyl)-1-Boc-pyrrolidine.
- 30 l) (R)-1-Boc-[2-(5-nitro-2-tert-butylphenoxy)methyl]-pyrrolidine

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**Preparation III - 1-Boc-4-(3-amino-5-trifluoromethyl-phenoxy)-piperidine**

1-Boc-4-(3-nitro-5-trifluoromethyl-phenoxy)-piperidine (470  
5 mg) was dissolved in MeOH (12 ml) and Pd/C (10 mg) was  
added. After sparging briefly with H<sub>2</sub>, the mixture was  
stirred under H<sub>2</sub> for 6 H. The catalyst was removed by  
filtration and the MeOH solution was concentrated in  
vacuo to yield 1-Boc-4-(3-amino-5-trifluoromethyl-  
10 phenoxy)-piperidine as an off-white foam.

The following compounds were prepared similarly to the  
procedure outlined above:

- 15 a) 1-Boc-2-(3-Amino-5-trifluoromethyl-phenoxy)methyl)-  
pyrrolidine.  
b) 2-(3-Amino-5-trifluoromethyl-phenoxy)methyl)-1-methyl-  
pyrrolidine.  
c) [2-(1-Methylpiperidin-4-yloxy)-pyridin-4-yl]methylaniline.  
20 ESI (M+H)=222.  
d) [2-(2-Morpholin-4-yl-ethoxy)-pyridin-4-yl]methylaniline.  
e) [2-(2-Morpholin-4-yl-propoxy)-pyridin-4-yl]methylaniline.  
f) [2-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-4-  
yl]methylaniline. ESI MS: (M+H)=222.  
25 g) (4-Aminomethyl-pyridin-2-yl)-(3-morpholin-4-yl-propyl)-  
amine. ESI MS: (M+H)=251.  
h) 4-tert-Butyl-3-(1-methyl-piperidin-4-ylmethoxy)-  
phenylamine.  
i) 4-tert-Butyl-3-(2-piperidin-1-yl-ethoxy)-phenylamine.  
30 j) 3-(1-Methyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-  
phenylamine.  
k) 3-(1-Isopropyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-  
phenylamine.  
l) (S) 3-Oxiranylmethoxy-4-pentafluoroethyl-phenylamine.

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- m) 3-(2-Pyrrolidin-1-yl-ethoxy)-4-trifluoromethyl-phenylamine.
- n) 3-(2-Piperidin-1-yl-ethoxy)-4-trifluoromethyl-phenylamine.
- 5 o) (S) 3-(1-Boc-pyrrolidin-2-ylmethoxy)-4-pentafluoroethyl-phenylamine.
- p) (R) 3-(1-Boc-pyrrolidin-2-ylmethoxy)-4-pentafluoroethyl-phenylamine.
- 10 q) (R) 3-(1-Methyl-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenylamine.
- r) (S) 3-(1-Methyl-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenylamine
- s) (R) 3-Oxiranylmethoxy-4-pentafluoroethyl-phenylamine.
- t) (R) 2-(5-Amino-2-pentafluoroethyl-phenoxy)-1-pyrrolidin-15 1-yl-ethanol.
- u) 3-(1-Boc-azetidin-3-ylmethoxy)-4-pentafluoroethyl-phenylamine.
- v) 3-(2-(Boc-amino)ethoxy)-4-pentafluoroethyl-phenylamine.
- w) 6-Amino-2,2-dimethyl-4H-benzo[1,4]oxazin-3-one. M+H 20 193.2. Calc'd 192.1.
- x) 2,2,4-Trimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-ylamine.
- y) 1-(6-Amino-2,2-dimethyl-2,3-dihydro-benzo[1,4]oxazin-4-yl)-ethanone. M+H 221.4. Calc'd 220.3.
- 25 z) [2-(1-Benzhydryl-azetidin-3-yloxy)-pyridin-4-yl]-methylamine.
- aa) [2-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-4-yl]-methylamine. M+H 236.3. Calc'd 235.2.
- ab) 3-(4-Boc-piperazin-1-ylmethyl)-5-trifluoromethyl-30 phenylamine. M+H 360.3.
- ac) 2-Boc-4,4-dimethyl-1,2,3,4-tetrahydro-isoquinolin-7-ylamine.
- ad) 3-Morpholin-4-ylmethyl-4-pentafluoroethyl-phenylamine.

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- ae) 3-(4-Methyl-piperazin-1-ylmethyl)-4-pentafluoroethyl-phenylamine. M+H 410.3. Calc'd 409.4.
- af) 7-Amino-2-(4-methoxy-benzyl)-4,4-dimethyl-3,4-dihydro-2H-isoquinolin-1-one. M+H 311.1.
- 5 ag) 7-Amino-4,4-dimethyl-3,4-dihydro-2H-isoquinolin-1-one.
- ah) (3-Amino-5-trifluoromethyl-phenyl)-(4-Boc-piperazin-1-yl)-methanone. M+H 374.3; Calc'd 373.
- ai) 3-(4-Boc-Piperazin-1-ylmethyl)-5-trifluoromethyl-phenylamine.
- 10 aj) 1-(7-Amino-4,4-dimethyl-3,4-dihydro-1H-isoquinolin-2-yl)-ethanone. M+H 219.2.
- ak) {2-[2-(1-Methylpiperidin-4-yl)ethoxy]-pyridin-4-yl}-methylamine.
- al) {2-[2-(1-Pyrrolidinyl)ethoxy]-pyridin-4-yl}-methylamine.
- 15 am) {2-[2-(1-Methylpyrrolin-2-yl)ethoxy]-pyridin-4-yl}-methylamine.
- an) (2-Chloro-pyrimidin-4-yl)-methylamine.
- ao) 3-(1-Boc-azetidin-3-ylmethoxy)-5-trifluoromethyl-phenylamine.
- 20 ap) 4-tert-Butyl-3-(1-Boc-pyrrolidin-3-ylmethoxy)-phenylamine. M+H 385.
- aq) 4-tert-Butyl-3-(1-Boc-azetidin-3-ylmethoxy)-phenylamine. M+Na 357.
- ar) (S) 4-tert-Butyl-3-(1-Boc-pyrrolidin-2-ylmethoxy)-phenylamine. M+Na 371.
- 25 as) 3-tert-Butyl-4-(4-Boc-piperazin-1-yl)-phenylamine
- at) 3-(1-Methyl-piperidin-4-yl)-5-trifluoromethyl-phenylamine.
- au) 3,3-Dimethyl-2,3-dihydro-benzofuran-6-ylamine.
- 30 av) 3,9,9-Trimethyl-2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluoren-6-ylamine.
- aw) 4-[1-Methyl-1-(1-methyl-piperidin-4-yl)-ethyl]-phenylamine was prepared using EtOH as the solvent.

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- ax) 4-tert-Butyl-3-(4-pyrrolidin-1-yl-but-1-enyl)-phenylamine.
- ay) (R) 3-(1-Boc-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenylamine.
- 5 az) (S) 3-(1-Boc-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenylamine.

**Preparation IV - 1-Boc-4-{3-[(2-fluoro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy}-piperidine**

- 10 1-Boc-4-(3-amino-5-trifluoromethyl-phenoxy)-piperidine (4.37 g) was dissolved in CH<sub>2</sub>Cl<sub>2</sub> (100 ml) and NaHCO<sub>3</sub> (2.4 g, Baker) was added. 2-Fluoropyridine-3-carbonyl chloride (2.12 g) was added and the reaction was stirred at RT for 2.5 h. The reaction was filtered and concentrated in vacuo to yield a
- 15 yellow foam. (30%) EtOAc/Hexane was added and 1-Boc-4-{3-[(2-fluoro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy}-piperidine precipitated as an off white solid.

The following compounds were prepared similarly to the

20 procedure outlined above:

- a) 2-Fluoro-N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide.
- b) N-[4-tert-Butyl-3-(2-piperidin-1-yl-ethoxy)-phenyl]-2-fluoro-nicotinamide.
- 25 c) N-[3,3-Dimethyl-1-(1-methyl-piperidin-4-ylmethyl)-2,3-dihydro-1H-indol-6-yl]-2-fluoro-nicotinamide.
- d) N-[1-(2-Dimethylamino-acetyl)-3,3-dimethyl-2,3-dihydro-1H-indol-6-yl]-2-fluoro-nicotinamide
- 30 e) N-[3,3-Dimethyl-1-(2-(Boc-amino)acetyl)-2,3-dihydro-1H-indol-6-yl]-2-fluoro-nicotinamide.
- f) N-(4-Acetyl-2,2-dimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-2-fluoro-nicotinamide. M+H 344.5. Calc'd 343.4.

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- g) 2-Fluoro-N-(2,2,4-trimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-nicotinamide. M+H 316.2. Calc'd 315.1.
- h) N-(2,2-Dimethyl-3-oxo-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-2-fluoro-nicotinamide. M+H 316.1. Calc'd 315.10.
- 5 i) 2-Fluoro-N-[3-(4-methyl-piperazin-1-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide. M+H 481. Calc'd 480.
- j) 2-Fluoro-N-(2-Boc-4,4-dimethyl-1,2,3,4-tetrahydro-isoquinolin-7-yl)-nicotinamide. M+H 400.
- 10 k) 2-Fluoro-N-[3-(4-methyl-piperazin-1-ylmethyl)-4-pentafluoroethyl-phenyl]-nicotinamide. M+H 447.0. Calc'd 446.
- l) 2-Fluoro-N-(3-morpholin-4-ylmethyl-4-pentafluoroethyl-phenyl)-nicotinamide.
- 15 m) 2-Fluoro-N-[4-iodophenyl]-nicotinamide.
- n) 2-Fluoro-N-(4,4-dimethyl-1-oxo-1,2,3,4-tetrahydro-isoquinolin-7-yl)-nicotinamide. M+H 314.0, Calc'd 311.
- o) 2-Fluoro-N-[3-(4-Boc-piperazine-1-carbonyl)-5-trifluoromethyl-phenyl]-nicotinamide. M+H 495.
- 20 p) 2-Fluoro-N-[3-(4-Boc-piperazin-1-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide. M+H 483.3; Calc'd 482.
- q) N-(2-Acetyl-4,4-dimethyl-1,2,3,4-tetrahydro-isoquinolin-7-yl)-2-fluoro-nicotinamide. M+H 430.0.
- 25 r) N-[3,3-Dimethyl-1-(1-methyl-piperidin-4-yl)-2,3-dihydro-1H-indol-6-yl]-2-fluoro-nicotinamide. M+H 383.2; Calc'd 382.5.
- s) N-(4-tert-Butylphenyl)-2-fluoronicotinamide.
- 30 t) N-(4-Trifluoromethylphenyl)-2-fluoronicotinamide.
- u) 2-Fluoro-N-[3-(1-Boc-azetidin-3-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide. M-H 468.2; Calc'd 469.16.

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- v) 2-Fluoro-N-[3-(1-Boc-azetidin-3-ylmethoxy)-4-tert-butyl-phenyl]-nicotinamide.
- w) (S) N-[4-tert-Butyl-3-(1-Boc-pyrrolidin-2-ylmethoxy)-phenyl]-2-fluoro-nicotinamide. M+Na 494.
- 5 x) N-[3-(1-Methyl-piperidin-4-yl)-5-trifluoromethyl-phenyl]-2-fluoro-nicotinamide was prepared with K<sub>2</sub>CO<sub>3</sub>. instead of NaHCO<sub>3</sub>.
- y) N-(3-Bromo-5-trifluoromethyl-phenyl)-2-fluoro-nicotinamide.
- 10 z) 2-Fluoro-N-(3,9,9-trimethyl-2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluoren-6-yl)-nicotinamide.
- aa) 2-Fluoro-N-(4-[1-methyl-1-(1-methyl-piperidin-4-yl)-ethyl]-phenyl)-nicotinamide
- ab) N-[3,3-Dimethyl-1-(1-Boc-piperidin-4-ylmethyl)-2,3-
- 15 dihydro-1H-indol-6-yl]-2-fluoro-nicotinamide.

**Preparation V - 1-Boc-4-{3-[(2-chloro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy}-piperidine**

- 1-Boc-4-(3-[(2-chloro-pyridine-3-carbonyl)-amino]-5-
- 20 trifluoromethyl-phenoxy)-piperidine was prepared from 1-Boc-4-(3-amino-5-trifluoromethyl-phenoxy)-piperidine and 2-chloropyridine-3-carbonyl chloride by a procedure similar to that described in the preparation of 1-Boc-4-{3-[(2-fluoro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy}-
- 25 piperidine.

The following compounds were prepared similarly to the procedure outlined above:

- 30 a) N-(4-tert-Butyl-3-nitro-phenyl)-2-chloro-nicotinamide.
- b) 2-Chloro-N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide.
- c) 2-Chloro-N-[3-(3-morpholin-4-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide.

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- d) 2-Chloro-N-[3-(1-methylpiperidin-4-yl)-5-trifluoromethyl-phenyl]-nicotinamide.
- e) 2-Chloro-N-[3-(1-methyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide.
- 5 f) 2-Chloro-N-[3-(1-isopropyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide.
- g) (S) 2-Chloro-N-[4-(oxiranylmethoxy)-3-pentafluoroethyl-phenyl]-nicotinamide.
- h) 2-Chloro-N-[3-(2-pyrrolidin-1-yl-ethoxy)-4-  
10 trifluoromethyl-phenyl]-nicotinamide.
- i) 2-Chloro-N-[3-(2-piperidin-1-yl-ethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide.
- j) (R) 2-Chloro-N-[3-(1-Boc-pyrrolidin-2-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide.
- 15 k) (S) 2-Chloro-N-[3-(1-Boc-pyrrolidin-2-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide.
- l) (R) 2-Chloro-N-[3-(1-methyl-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide.
- m) (S) 2-Chloro-N-[3-(1-methyl-pyrrolidin-2-ylmethoxy)-5-  
20 trifluoromethyl-phenyl]-nicotinamide.
- n) (R) 2-Chloro-N-[4-(oxiranylmethoxy)-3-pentafluoroethyl-phenyl]-nicotinamide.
- o) (R) Acetic acid 2-[5-[(2-chloro-pyridine-3-carbonyl)-amino]-2-pentafluoroethyl-phenoxy]-1-pyrrolidin-1-yl-  
25 ethyl ester.
- p) 2-Chloro-N-[3-(4-methyl-piperazin-1-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide.
- q) 2-Chloro-N-[2-(4-methoxy-benzyl)-4,4-dimethyl-1-oxo-1,2,3,4-tetrahydro-isoquinolin-7-yl]-nicotinamide. M+H  
30 450.2. Calc'd 449.
- r) 2-Chloro-N-(4,4-dimethyl-1-oxo-1,2,3,4-tetrahydro-isoquinolin-7-yl)-nicotinamide. M+H 330.1, Calc'd 329.
- s) 2-Chloro-N-[3-(4-Boc-piperazin-1-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide.



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- t) 2-{3-[(2-Chloro-pyridine-3-carbonyl)-amino]-phenyl}-2-methyl-propionic acid methyl ester. M+H 405
- u) N-(4-tert-Butyl-3-[2-(1-Boc-piperidin-4-yl)-ethyl]-phenyl)-2-chloro-nicotinamide. M+Na 524. Calc'd 501.1.
- 5 v) N-[3,3-Dimethyl-1,1-dioxo-2,3-dihydro-1H-benzo[d]isothiazol-6-yl]-2-chloro-nicotinamide.
- w) N-[1,1,4,4-Tetramethyl-1,2,3,4-tetrahydro-naphth-6-yl]-2-chloro-nicotinamide.
- x) 2-Chloro-N-[3,3-dimethyl-2,3-dihydro-benzofuran-6-yl]-2-chloro-nicotinamide.
- 10 y) 2-Chloro-N-[3-(1-Boc-piperidin-4-yloxy)-5-trifluoromethyl-phenyl]-nicotinamide.
- z) 2-Chloro-N-[3-(1-methyl-piperidin-4-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide.
- 15 aa) 2-Chloro-N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide.
- ab) N-[4-tert-Butyl-3-(4-pyrrolidin-1-yl-but-1-enyl)-phenyl]-2-chloro-nicotinamide.
- ac) (R) 2-Chloro-N-[3-(1-Boc-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide.
- 20 ad) (S) 2-Chloro-N-[3-(1-Boc-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide.

**Preparation VI - 1-Boc-2-{3-[(2-fluoro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy-methyl}-pyrrolidine**

25 1-Boc-2-{3-[(2-Fluoro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy-methyl}-pyrrolidine was prepared from 1-Boc-2-(3-amino-5-trifluoromethyl-phenoxy-methyl)-pyrrolidine by a procedure similar to that described in the

30 preparation of 1-Boc-4-{3-[(2-fluoro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy}-piperidine.

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**Preparation VII - 2-(3-nitro-5-trifluoromethyl-  
phenoxyethyl)-pyrrolidine**

1-Boc-2-(3-nitro-5-trifluoromethyl-phenoxyethyl)-  
pyrrolidine (2.35 g) was dissolved in  $\text{CH}_2\text{Cl}_2$  (60 ml) and TFA  
5 (20 ml) was added. After stirring for 1 h at RT, the  
mixture was concentrated in vacuo to yield 2-(3-nitro-5-  
trifluoromethyl-phenoxyethyl)-pyrrolidine as an oil that  
solidified upon standing. The material was used as is  
without further purification.

10

The following compounds were prepared similarly to the  
procedure outlined above:

- 15 a) (4-Aminomethyl-pyrimidin-2-yl)-(3-morpholin-4-yl-propyl)-  
amine.  
b) (4-Aminomethyl-pyrimidin-2-yl)-[2-(1-methyl-pyrrolidin-2-  
yl)-ethyl]-amine.

**Preparation VIII - 1-methyl-2-(3-nitro-5-trifluoromethyl-  
phenoxyethyl)-pyrrolidine**

20 2-(3-Nitro-5-trifluoromethyl-phenoxyethyl)-pyrrolidine (6  
mmol) was dissolved in  $\text{CH}_3\text{CN}$  (20 ml) and formaldehyde (2.4  
ml, 37% aqueous) was added.  $\text{NaBH}_3\text{CN}$  (607 mg) was added, an  
exotherm was observed. The pH is monitored every 15 min and  
25 adjusted to ~7 with AcOH. After 45 min, the mixture was  
concentrated in vacuo and the residue is dissolved in EtOAc,  
washed with 6N NaOH, 1N NaOH, and 2N HCl (3x). The acid  
washings were combined, adjusted to ~pH 10 with solid  $\text{Na}_2\text{CO}_3$   
and extracted with EtOAc (2x). The EtOAc fractions were  
30 combined, dried with  $\text{Na}_2\text{SO}_4$ , and purified with flash  
chromatography ( $\text{SiO}_2$ , 95:5:0.5  $\text{CH}_2\text{Cl}_2$ :MeOH: $\text{NH}_4\text{OH}$ ) to afford  
1-methyl-2-(3-nitro-5-trifluoromethyl-phenoxyethyl)-  
pyrrolidine.

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The following compounds were prepared similarly to the procedure outlined above:

- a) 2-(1-Methylpiperidin-4-yl)-ethanol.  
5 b) 2-{3-[(2-Fluoro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy-methyl}-1-methylpyrrolidine.

**Preparation IX - 4-tert-butyl-3-nitro-phenylamine**

A mixture of 1,3-dinitro-4-tert-butylbenzene (10.0 g) in H<sub>2</sub>O  
10 (56 ml) was heated to reflux. A mixture of Na<sub>2</sub>S (21.42 g) and sulfur (2.85 g) in H<sub>2</sub>O (34 ml) was added over 1 h via an addition funnel. The reaction maintained at reflux for 1.5 h then cooled to RT and extracted with EtOAc. The organic  
15 extracts were combined and washed with H<sub>2</sub>O, brine, dried over MgSO<sub>4</sub> and concentrated in vacuo to afford 4-tert-butyl-3-nitro-phenylamine which was used as is without further purification.

**Preparation X - N-(3-bromo-5-trifluoromethyl-phenyl)-acetamide**

20 3-Bromo-5-(trifluoromethyl)phenylamine (5 g, Alfa-Aesar) was dissolved in AcOH (140 ml) and Ac<sub>2</sub>O (5.9 ml, Aldrich) was added. The reaction was stirred at RT overnight. The mixture was added slowly to H<sub>2</sub>O (~700 ml) forming a white  
25 precipitate. The solid was isolated by filtration, washed with H<sub>2</sub>O and dried under vacuum to yield N-(3-bromo-5-trifluoromethyl-phenyl)-acetamide.

**Preparation XI - N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide**

30 Allylpiperidine (1.96 g, Lancaster) was degassed under vacuum, dissolved in 0.5 M 9-BBN in THF (31.2 ml, Aldrich), and heated to reflux for 1 h, then cooled to RT. PD(dppf)Cl<sub>2</sub>/CH<sub>2</sub>Cl<sub>2</sub> was added to a degassed mixture of N-(3-

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bromo-5-trifluoromethyl-phenyl)-acetamide,  $K_2CO_3$  (9.8 g) DMF (32.1 ml and  $H_2O$  (3 ml). The allyl piperidine solution was added heated to  $60^\circ C$  for 3 h. After cooling to RT and reheating at  $60^\circ C$  for 6 h, the mixture was cooled to RT and  
5 poured into  $H_2O$ . The mixture was extracted with EtOAc (2x), and the EtOAc portion was washed with 2 N HCl (2x) and brine. The aqueous phases were combined and the pH was adjusted to ~11 with NaOH (15%) forming a cloudy suspension. The cloudy suspension was extracted with EtOAc (2x) and the  
10 EtOAc portion was dried with  $Na_2SO_4$ , filtered and concentrated in vacuo. The crude material was purified by flash chromatography ( $SiO_2$ , 95:5:0.5  $CH_2Cl_2$ :MeOH: $NH_4OH$ ) to afford N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide as a brown oil that solidified under  
15 vacuum.

The following compounds were prepared similarly to the procedure outlined above:

- 20 a) N-(3-Morpholin-4-ylpropyl-5-trifluoromethyl-phenyl)-acetamide from 4-allyl-morpholine.  
b) N-(3-(1-methylpiperidin-4-ylmethyl-5-trifluoromethyl-phenyl)-acetamide from 1-Methyl-4-methylene-piperidine.

25 **Preparation XII - 3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenylamine**

N-[3-(3-Piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide (1.33 g) was dissolved in EtOH (40 ml) and 12 N HCl (40 ml) was added. After stirring overnight at  $70^\circ C$  and  
30 RT, the mixture was concentrated in vacuo, affording 3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenylamine as a brown oil.

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The following compounds were prepared similarly to the procedure outlined above:

- a) 3,3-Dimethyl-6-nitro-2,3-dihydro-1H-indole. M+H 193.1;  
5 Calc'd 192.2.  
b) 3-(1-Methyl-piperidin-4-ylmethyl)-5-trifluoromethyl-phenylamine.  
c) 3-Morpholin-4-ylmethyl-5-trifluoromethyl-phenylamine.

10 **Preparation XIII - 3,3-Dimethyl-6-nitro-1-piperidin-4-ylmethyl-2,3-dihydro-1H-indole**

3,3-Dimethyl-1-(1-Boc-piperidin-4-ylmethyl)-6-nitro-2,3-dihydro-1H-indole was dissolved in HCl/EtOAc and stirred for 2 h. The mixture was concentrated in vacuo and partitioned  
15 between 1,2-dichloroethane and 1N NaOH. The organic layer was removed, washed with brine, dried (Na<sub>2</sub>SO<sub>4</sub>) and filtered. The material was used without further purification.

20 **Preparation XIV - N-[3-(3-morpholin-4-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide**

N-[3-(3-Morpholin-4-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide was prepared from allyl morpholine and N-(3-bromo-5-trifluoromethyl-phenyl)-acetamide similar to that described in the preparation of N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide.  
25

**Preparation XV - 3-(3-morpholin-4-yl-propyl)-5-trifluoromethyl-phenylamine**

3-(3-Morpholin-4-yl-propyl)-5-trifluoromethyl-phenylamine  
30 was prepared from N-[3-(3-morpholin-4-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide similar to that described in the preparation of 3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenylamine.

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**Preparation XVI - 1-methyl-4-methylene-piperidine**

Ph<sub>3</sub>PCH<sub>3</sub>I (50 g, Aldrich) was suspended in Et<sub>2</sub>O (20 ml) and butyllithium (77.3 ml, 1.6 M in hexanes, Aldrich) was added dropwise. The reaction was stirred for 2 h at RT then 1-methylpiperidone (12.3 ml, Aldrich) was added slowly. The mixture was stirred at RT overnight. The solid was removed by filtration, the volume was reduced to ~400 ml and additional solid was removed by filtration. The Et<sub>2</sub>O was washed with H<sub>2</sub>O (2x) and 2N HCl (4x). The pH of the acid washings was adjusted to ~11 with 6 N NaOH, then they were extracted with CH<sub>2</sub>Cl<sub>2</sub> (4x). The CH<sub>2</sub>Cl<sub>2</sub> washings were dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated cold in vacuo to provide 1-methyl-4-methylene-piperidine which was used as is.

**Preparation XVII - N-[3-(1-methylpiperidin-4-yl)-5-trifluoromethyl-phenyl]-acetamide**

N-[3-(1-Methylpiperidin-4-yl)-5-trifluoromethyl-phenyl]-acetamide was prepared from 1-methyl-4-methylene-piperidine and N-(3-bromo-5-trifluoromethyl-phenyl)-acetamide similar to that described in the preparation of N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-acetamide.

**Preparation XVIII - 3-(1-methylpiperidin-4-yl)-5-trifluoromethyl-phenylamine**

3-(1-Methylpiperidin-4-yl)-5-trifluoromethyl-phenylamine was prepared from N-[3-(1-methylpiperidin-4-yl)-5-trifluoromethyl-phenyl]-acetamide similar to the procedure described in the preparation of 3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenylamine.

**Preparation XIX - 2-(1-methylpiperidin-4-yloxy)-4-pyridylcarbonitrile**

4-Hydroxy-1-methylpiperidine (25.4 g) was dissolved in THF (50 ml) in a 100 mL r.b. flask. NaH/mineral oil mixture

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(9.58 g) was slowly added to the flask and stirred for 20 min. 2-Chloro-4-cyanopyridine was added to the mixture and stirred at RT until completion. Diluted mixture with EtOAc and added H<sub>2</sub>O to quench mixture, then transferred contents  
5 to a sep. funnel. The organic phase was collected while the aqueous phase was washed two times with EtOAc. The combined organics were dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, then concentrated in vacuo. Then redissolved mixture in CH<sub>2</sub>Cl<sub>2</sub>, 10% HCl (300 ml) was added and the mixture was transferred to sep.  
10 funnel. The org. was extracted, while EtOAc along with 300 mL 5N NaOH was added to the sep. funnel. The organic phases were collected, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo affording 2-(1-methylpiperidin-4-yloxy)-4-pyridylcarbonitrile as a brown solid. ESI (M+H) = 218.

15

The following compounds were prepared similarly to the procedure outlined above:

- a) 2-(1-methylpiperidin-4-ylmethoxy)-4-pyridylcarbonitrile.  
20 M+H 232.1. Calc'd 231.1.
- b) 2-(1-Benzhydryl-azetidin-3-yloxy)-4-pyridylcarbonitrile.  
M+H 342.2. Calc'd 341.2.
- c) 2-(1-methylpiperidin-4-ylethoxy)-4-pyridylcarbonitrile.
- d) 2-(1-pyrrolidinylethoxy)-4-pyridylcarbonitrile.
- 25 e) 2-(1-methylpyrrolin-2-ylethoxy)-4-pyridylcarbonitrile.
- f) 2-[2-(1-Boc-azetidin-3-yl)-ethoxy]-4-pyridylcarbonitrile.

**Preparation XX - [2-(1-methylpiperidin-4-yloxy)-pyridin-4-yl]methylamine bis hydrochloride**

30 [2-(1-Methylpiperidin-4-yloxy)-pyridin-4-yl]methylamine was diluted with Et<sub>2</sub>O (50 ml) and 1M HCl/Et<sub>2</sub>O (47 ml) was added. The vessel was swirled until precipitate formed.

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**Preparation XXI - 2-(2-morpholin-4-yl-ethoxy)-4-pyridylcarbonitrile**

2-(2-Morpholin-4-yl-ethoxy)-4-pyridylcarbonitrile was prepared from 2-chloro-4-cyanopyridine and 2-morpholin-4-yl-ethanol by a procedure similar to that described in the preparation of 2-(1-methylpiperidin-4-yloxy)-4-pyridylcarbonitrile. The hydrochloride salt was prepared similar to that described for [2-(1-methylpiperidin-4-yloxy)-pyridin-4-yl]methylamine bis hydrochloride.

10

**Preparation XXII - 2-morpholin-4-yl-propanol**

LAH powder (1.6 g) was added to a flask while under N<sub>2</sub> atmosphere, immediately followed by THF (50 ml). The mixture was chilled to 0°C, methyl 2-morpholin-4-yl-propionate (5 g) was added dropwise to the reaction mixture and stirred at 0°C. After 1 h, the mixture was worked up by adding H<sub>2</sub>O (44 mL), 2N NaOH (44 mL), then H<sub>2</sub>O (44 mL, 3x). After 30 min of stirring, the mixture was filtered through Celite® and the organic portion was concentrated in vacuo providing 2-morpholin-4-yl-propanol as a colorless oil.

20

The following compounds were prepared similarly to the procedure outlined above:

- 25 a) (1-Methyl-piperidin-4-yl)-methanol. M+H 130.2. Calc'd 129.1.

**Preparation XXIII - 2-(2-morpholin-4-yl-propoxy)-4-pyridylcarbonitrile**

30 2-(2-Morpholin-4-yl-propoxy)-4-pyridylcarbonitrile was prepared from 2-chloro-4-cyanopyridine and 2-morpholin-4-yl-propanol by a procedure similar to that described in the preparation of 2-(1-methylpiperidin-4-yloxy)-4-pyridylcarbonitrile.



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**Preparation XXIV - 2-(1-Methyl-pyrrolidin-2-ylmethoxy)-4-pyridylcarbonitrile**

2-(1-Methyl-pyrrolidin-2-ylmethoxy)-4-pyridylcarbonitrile  
5 was prepared from 2-chloro-4-cyanopyridine and 1-methyl-pyrrolidin-2-ylmethanol by a procedure similar to that described in the preparation of 2-(1-methylpiperidin-4-yloxy)-4-pyridylcarbonitrile. ESI MS: (M+H)=218.

10 **Preparation XXV - 2-(3-morpholin-4-yl-propylamino)-4-pyridylcarbonitrile**

To a flask charged with 2-chloro-4-cyanopyridine (2.0 g),  
was added the aminopropyl morpholine (2.11 ml). The mixture  
was heated to 79°C for 5 h and stirred. After 5 h the  
15 reaction was incomplete. The mixture was then heated at  
60°C overnight. The crude compound was purified on silica  
gel (1-5% MeOH/CH<sub>2</sub>Cl<sub>2</sub> gradient). ESI MS: (M+H)=247, (M-  
H)=245.

20 **Preparation XXVI - 5-Nitro-2-pentafluoroethylphenol**

Combined 2-methoxy-4-nitro-1-pentafluoroethylbenzene (9.35  
g) and pyridine hydrochloride in a round bottom flask and  
heated at 210°C for 1 h then cooled to RT. The mixture was  
diluted with EtOAc and 2N HCl (>500 ml) until all residue  
25 dissolved. The organic layer was removed, washed with 2N  
HCl (2x) and concentrated *in vacuo*. The residue was  
dissolved in hexanes and Et<sub>2</sub>O, washed with 2N HCl, then  
brine. Dried organic layer over Na<sub>2</sub>SO<sub>4</sub>, filtered,  
concentrated *in vacuo* and dried under high vacuum to provide  
30 5-nitro-2-pentafluoromethylphenol.

**Preparation XXVII - 2-tert-Butyl-5-nitro-aniline**

To H<sub>2</sub>SO<sub>4</sub> (98%, 389 mL) in a 500 mL 3-neck flask was added 2-  
tert-butyl aniline (40.6 mL). The reaction was cooled to -

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10°C and KNO<sub>3</sub> in 3.89 g aliquots was added every 6 min for a total of 10 aliquots. Tried to maintain temperature at -5°C to -10°C. After final addition of KNO<sub>3</sub>, stirred the reaction for five min then it was poured onto ice (50 g).

- 5 The black mix was diluted with H<sub>2</sub>O and extracted with EtOAc. The aqueous layer was basified with solid NaOH slowly then extracted with EtOAc (2x). The combined organic layers were washed with 6N NaOH and then with a mix of 6N NaOH and brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo*
- 10 to obtain crude 2-tert-butyl-5-nitro-aniline as a dark red-black oil which solidified when standing at RT. The crude material was triturated with about 130 mL hexanes. After decanting the hexanes, the material was dried to obtain a dark-red black solid.

15

#### Preparation XXVIII - 2-tert-Butyl-5-nitrophenol

- In a 250 ml round bottom flask, 20 mL concentrated H<sub>2</sub>SO<sub>4</sub> was added to 2-tert-butyl-5-nitro-aniline (7.15 g) by adding 5 mL aliquots of acid and sonicating with occasional heating
- 20 until all of the starting aniline went into solution. H<sub>2</sub>O (84 ml) was added with stirring, then the reaction was cooled to 0°C forming a yellow-orange suspension. A solution of NaNO<sub>2</sub> (2.792 g) in H<sub>2</sub>O (11.2 mL) was added dropwise to the suspension and stirred for 5 min. Excess
- 25 NaNO<sub>2</sub> was neutralized with urea, then the cloudy solution was transferred to 500 mL 3-necked round bottom flask then added 17 mL of 1:2 H<sub>2</sub>SO<sub>4</sub>:H<sub>2</sub>O solution, and heated at reflux. Two additional 5 mL aliquots of 1:2 H<sub>2</sub>SO<sub>4</sub>:H<sub>2</sub>O solution, a 7 mL aliquot of 1:2 H<sub>2</sub>SO<sub>4</sub>:H<sub>2</sub>O solution and another 10 mL of 1:2
- 30 H<sub>2</sub>SO<sub>4</sub>: H<sub>2</sub>O were added while heating at reflux. The mixture was cooled to RT forming a black layer floating on top of the aqueous layer. The black layer was diluted with EtOAc (300 mL) and separated. The organic layer was washed with H<sub>2</sub>O then brine, dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated *in vacuo*.

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Crude oil was purified on silica gel column with 8% EtOAc/Hexanes. Upon drying under vacuum, the 2-tert-butyl-5-nitrophenol was isolated as a brown solid.

5 **Preparation XXIX - 1-methylpiperidine-4-carboxylic acid ethyl ester**

Piperidine-4-carboxylic acid ethyl ester (78 g) was dissolved in MeOH (1.2 L) at RT then formaldehyde (37%, 90 ml) and acetic acid (42 ml) were added and stirred for 2 h.  
10 The mixture was cooled to 0°C, NaCNBH<sub>3</sub> (70 g) was added, and the mix was stirred for 20 min at 0°C, then overnight at RT. The mixture was cooled to 0°C then quenched with 6N NaOH. The mixture was concentrated *in vacuo* to an aqueous layer, which was extracted with EtOAc (4x), brine-washed, dried  
15 over Na<sub>2</sub>SO<sub>4</sub>, and concentrated *in vacuo* to provide 1-methylpiperidine-4-carboxylic acid ethyl ester.

The following compounds were prepared similarly to the procedure outlined above:

20

a) (1-Methyl-piperidin-4-yl)-methanol. M+H 130.2. Calc'd 129.1.

25 **Preparation XXX - N-[4-tert-Butyl-3-(1-methyl-piperidin-4-ylmethoxy)-phenyl]-2-chloro-nicotinamide**

N-[4-tert-Butyl-3-(1-methyl-piperidin-4-ylmethoxy)-phenyl]-2-chloro-nicotinamide was prepared from 4-tert-butyl-3-(1-methyl-piperidin-4-ylmethoxy)-phenylamine by a procedure similar to that described in the preparation of 1-Boc-4-{3-  
30 [(2-chloro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy}-piperidine.

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**Preparation XXXI - 1-[2-(2-tert-Butyl-5-nitro-phenoxy)-ethyl]-piperidine**

To 2-tert-butyl-5-nitrophenol (1.01 g) and  $K_2CO_3$  (1.72 g) was added acetone (35 ml) and  $H_2O$  (10.5 mL), then 1-(2-chloroethyl)piperidine HCl (1.909 g) and TBAI (153 mg). The mixture was stirred at reflux overnight. Additional  $K_2CO_3$  (850 mg) and 1-(2-chloroethyl)-piperidine HCl (950 mg) were added and the mixture was heated at reflux for 6 h. The mixture was concentrated in vacuo to an aqueous layer which was acidified with 2N HCl and extracted with EtOAc. The aqueous layer was basified with 6N NaOH and washed with  $CH_2Cl_2$  (3x). The combined organic layers were washed with brine/1N NaOH and dried over  $Na_2SO_4$ . Washed the EtOAc layer with 2N NaOH/brine and dried over  $Na_2SO_4$ . The crude material was purified by silica gel column chromatography with 15% EtOAc/Hexanes to yield 1-[2-(2-tert-butyl-5-nitro-phenoxy)-ethyl]-piperidine as a light tan solid. (M+1)=307.3.

**20 Preparation XXXII - 1-Boc-Piperidine-4-carboxylic acid ethyl ester**

To a stirred solution of piperidine-4-carboxylic acid ethyl ester (23.5 g) in EtOAc (118 ml) at 0°C was added dropwise  $Boc_2O$  in EtOAc (60 ml). The reaction was warmed to RT and stirred overnight. Washed reaction with  $H_2O$ , 0.1N HCl,  $H_2O$ ,  $NaHCO_3$  and brine. The organic layer was dried over  $Na_2SO_4$ , filtered and concentrated in vacuo. The liquid was dried under vacuum to provide 1-Boc-piperidine-4-carboxylic acid ethyl ester.

30

The following compounds were prepared similarly to the procedure outlined above:

a) N-Boc-(2-chloropyrimidin-4-yl)-methylamine.

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- b) 1-(2-tert-Butyl-4-nitrophenyl)-4-Boc-piperazine.
- c) 1-Boc-azetidine-3-carboxylic acid
- d) 1-Boc-4-Hydroxymethyl-piperidine using TEA.

5 **Preparation XXXIII - 1-Boc-4-hydroxymethyl-piperidine**

1-Boc-4-Hydroxymethyl-piperidine was prepared from 1-Boc-piperidine-4-carboxylic acid ethyl ester by a procedure similar to that described in the preparation of 2-morpholin-4-yl-propanol.

10

**Preparation XXXIV - 1-Boc-4-Methylsulfonyloxymethyl-piperidine**

Dissolved 1-Boc-4-hydroxymethyl-piperidine in anhydrous  $\text{CH}_2\text{Cl}_2$  (50 ml) and TEA (4.5 ml) and cooled to  $0^\circ\text{C}$ . Mesyl chloride (840  $\mu\text{l}$ ) was added and the mixture was stirred for 15 min then at RT for 45 min. The mixture was washed with brine/1N HCl and then brine, dried over  $\text{Na}_2\text{SO}_4$ , concentrated in vacuo and dried under high vacuum to provide 1-Boc-4-methylsulfonyloxymethyl-piperidine as a yellow orange thick oil.

20

The following compounds were prepared similarly to the procedure outlined above:

- 25 a) 1-Boc-3-methylsulfonyloxymethyl-azetidine.

**Preparation XXXV - 1-Boc-4-(3-nitro-6-pentafluoroethyl-phenoxyethyl)-piperidine**

To a slurry of 60% NaH suspension in DMF (30 mL) at RT added a solution of 5-nitro-2-pentafluoroethyl-phenol (3.6 g) in 5 mL DMF. The dark red mixture was stirred at RT for 10 min then added a solution of 1-Boc-4-methylsulfonyloxymethyl-piperidine (3.1 g) in 5 mL DMF. The reaction was stirred at  $60^\circ\text{C}$  and  $95^\circ\text{C}$ . After 1h, added 2.94 g  $\text{K}_2\text{CO}_3$  and stirred

30

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overnight at 105°C . After cooling to RT, the reaction was diluted with hexanes and 1N NaOH. Separated layers, and washed organic layer with 1N NaOH and with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo*. Purification  
5 with silica gel column chromatography with 8% EtOAc/Hexanes yielded 1-Boc-4-(3-nitro-6-pentafluoroethyl-phenoxyethyl)-piperidine as a light yellow thick oil.

10 **Preparation XXXVI - 4-(3-nitro-6-pentafluoroethyl-phenoxyethyl)-piperidine**

4-(3-Nitro-6-pentafluoroethyl-phenoxyethyl)-piperidine was prepared from 1-Boc-4-(3-nitro-6-pentafluoroethyl-phenoxyethyl)-piperidine by a procedure similar to that described in the preparation of 2-(3-nitro-5-  
15 trifluoromethyl-phenoxyethyl)-pyrrolidine.

**Preparation XXXVII - 1-methyl-4-(3-nitro-6-pentafluoroethyl-phenoxyethyl)-piperidine**

4-(3-Nitro-6-pentafluoroethyl-phenoxyethyl)-piperidine  
20 (316.5 mg) was dissolved in 2.7 mL acetonitrile, then added 37% formaldehyde/H<sub>2</sub>O (360 ul) and then NaBH<sub>3</sub>CN (90 mg). Upon addition of NaCNBH<sub>3</sub>, the reaction exothermed slightly. The reaction was stirred at RT and pH was maintained at ~7 by addition of drops of glacial acetic acid. After about 1  
25 h, the mixture was concentrated *in vacuo*, treated with 8 mL 2N KOH and extracted two times with 10 mL Et<sub>2</sub>O. The organic layers were washed with 0.5N KOH and then the combined organic layers were extracted two times with 1N HCl. The aqueous layer was basified with solid KOH and extracted two  
30 times with Et<sub>2</sub>O. This organic layer was then washed with brine/1N NaOH, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, concentrated *in vacuo* and dried under high vacuum to give pure compound.

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**Preparation XXXVIII - 1-Isopropyl-4-(5-nitro-2-pentafluoroethyl-phenoxyethyl)-piperidine**

Dissolved 4-(5-nitro-2-pentafluoroethyl-phenoxyethyl)-piperidine (646 mg) in 1,2-dichloroethane (6.4 ml), then  
5 added acetone (136 ul), NaBH(OAc)<sub>3</sub> (541 mg) and finally acetic acid (105 ul). Stirred the cloudy yellow solution under N<sub>2</sub> at RT overnight. Added another 130 uL acetone and stirred at RT over weekend. Quenched the reaction with 30 mL N NaOH/H<sub>2</sub>O and stirred 10 min. Extracted with Et<sub>2</sub>O and  
10 the organic layer was brine-washed, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo. Dried under high vacuum for several h to obtain 1-isopropyl-4-(5-nitro-2-pentafluoroethyl-phenoxyethyl)-piperidine as a yellow orange solid.

15

The following compounds were prepared similarly to the procedure outlined above:

- a) 3,3-Dimethyl-1-(1-methyl-piperidin-4-yl)-6-nitro-2,3-dihydro-1H-indole was prepared using 1-methyl-piperidin-  
20 4-one. M+H 290; Calc'd 289.4.
- b) 3,3-Dimethyl-1-(1-Boc-piperidin-4-ylmethyl)-6-nitro-2,3-dihydro-1H-indole using 1-Boc-4-formyl-piperidine.

**Preparation XXXIX - 3,3-Dimethyl-1-(1-methyl-piperidin-4-ylmethyl)-6-nitro-2,3-dihydro-1H-indole**

3,3-Dimethyl-1-piperidin-4-ylmethyl-6-nitro-2,3-dihydro-1H-indole was treated with an excess of formaldehyde and NaBH(OAc)<sub>3</sub> and stirred overnight at RT. The reaction was quenched with MeOH and concentrated in vacuo. The residue  
25 was partitioned between EtOAc and 1N NaOH. The organic layer was removed, washed with brine, dried (Na<sub>2</sub>SO<sub>4</sub>), filtered and concentrated to provide the compound.

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**Preparation XL - (S) 2-(5-Nitro-2-pentafluoroethyl-phenoxymethyl)-oxirane**

Combined 5-nitro-2-pentafluoromethylphenol (2.69 g), DMF (25 ml)  $K_2CO_3$  (3.03 g) and (S) toluene-4-sulfonic acid oxiranylmethyl ester (2.27 g) and stirred the mixture at 90°C. After about 4 hours, the mix was cooled, diluted with EtOAc, washed with  $H_2O$ , 1N NaOH (2x), 1N HCl and then with brine. Dried over  $Na_2SO_4$ , filtered and concentrated *in vacuo*. Purified the crude on silica gel column with 5% EtOAc/hexane and drying under high vacuum provided the (S)-2-(5-nitro-2-pentafluoroethyl-phenoxymethyl)-oxirane.

The following compounds were prepared similarly to the procedure outlined above:

a) (R)-2-(5-Nitro-2-pentafluoroethyl-phenoxymethyl)-oxirane.

**Preparation XLI - (S) 2-Chloro-N-[3-(2-hydroxy-3-pyrrolidin-1-yl-propoxy)-4-pentafluoroethyl-phenyl]-nicotinamide**

(S) 2-Chloro-N-[4-(2-oxiranylmethoxy)-3-pentafluoroethyl-phenyl]-nicotinamide (1.11 g) in a sealed tube and added pyrrolidine (285  $\mu$ l). Stirred after sealing tube at 60°C. After 12 h, the mix was concentrated *in vacuo* and purified on a silica gel column (5:95:0.5 MeOH: $CH_2Cl_2$ : $NH_4OH$  - 8:92:1, MeOH: $CH_2Cl_2$ : $NH_4OH$ ). Concentrated *in vacuo* and dried under high vacuum to obtain pure compound.

The following compounds were prepared similarly to the procedure outlined above:

a) (R) 1-(5-Nitro-2-pentafluoroethyl-phenoxy)-3-pyrrolidin-1-yl-propan-2-ol.



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**Preparation XLII - 5-nitro-2-trifluoromethylanisole**

Cooled 140 mL pyridine in a large sealable vessel to -40°C. Bubbled in trifluoromethyl iodide from a gas cylinder which had been kept in freezer overnight. After adding ICF<sub>3</sub> for  
5 20 min, added 2-iodo-5-nitroanisole (24.63 g) and copper powder (67.25 g). Sealed vessel and stirred vigorously for 22 h at 140°C. After cooling to -50°C, carefully unsealed reaction vessel and poured onto ice and Et<sub>2</sub>O. Repeatedly washed with Et<sub>2</sub>O and H<sub>2</sub>O. Allowed the ice - Et<sub>2</sub>O mixture to  
10 warm to RT. Separated layers, washed organic layer with 1N HCl (3x), then brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo. Eluted material through silica gel plug (4.5:1 Hex:CH<sub>2</sub>Cl<sub>2</sub>) to provide 5-nitro-2-trifluoromethylanisole.

15

**Preparation XLIII - 1-[2-(5-nitro-2-trifluoromethylphenoxy)ethyl]pyrrolidine**

1-[2-(5-Nitro-2-trifluoromethylphenoxy)ethyl]-pyrrolidine was prepared from 5-nitro-2-trifluoromethyl-phenol and 1-(2-chloroethyl)pyrrolidine by a procedure similar to that  
20 described for 1-[2-(2-tert-butyl-5-nitro-phenoxy)-ethyl]-piperidine.

**Preparation XLIV - 1-[2-(5-Nitro-2-pentafluoroethyl-phenoxy)-ethyl]-piperidine**

1-[2-(5-Nitro-2-pentafluoroethyl-phenoxy)-ethyl]-piperidine was prepared from 5-nitro-2-pentafluoroethylphenol and 1-(2-chloroethyl)piperidine by a procedure similar to that described in the preparation of 1-[2-(2-tert-butyl-5-nitro-phenoxy)-ethyl]-piperidine.  
30

**Preparation XLV - 3-(1-Boc-pyrrolidin-2-ylmethoxy)-4-pentafluoroethyl-phenylamine**

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3-(2-Pyrrolidin-1-yl-methoxy)-4-trifluoromethyl-phenylamine was prepared from 1-[2-(5-nitro-2-trifluoromethylphenoxy)methyl]-pyrrolidine by a procedure similar to that described in the preparation of 1-Boc-4-(3-amino-5-trifluoromethyl-phenoxy)-piperidine.

**Preparation XLVI - 2-Chloro-N-[3-(2-pyrrolidin-1-yl-ethoxy)-4-trifluoromethyl-phenyl]-nicotinamide**

2-Chloro-N-[3-(2-pyrrolidin-1-yl-ethoxy)-4-trifluoromethyl-phenyl]-nicotinamide was prepared from 3-(2-pyrrolidin-1-yl-ethoxy)-4-trifluoromethyl-phenylamine and 2-chloropyridine-3-carbonyl chloride by a procedure similar to that described in the preparation of 1-Boc-4-{3-[(2-chloro-pyridine-3-carbonyl)-amino]-5-trifluoromethyl-phenoxy}-piperidine.

**Preparation XLVII - (R) Acetic acid 2-(5-nitro-2-pentafluoroethyl-phenoxy)-1-pyrrolidin-1-ylmethyl-ethyl ester**

Dissolved 1-(5-nitro-2-pentafluoroethyl-phenoxy)-3-pyrrolidin-1-yl-propan-2-ol (3.5 g) in  $\text{CH}_2\text{Cl}_2$  (15 ml), added TEA (2.55 ml) and cooled to  $0^\circ\text{C}$ . Acetyl chloride (781.3  $\mu\text{l}$ ) was added dropwise, forming a suspension. The mixture was warmed to RT and stirred for 1.5 h. Additional acetyl chloride (200  $\mu\text{l}$ ) was added and the mix was stirred for another h. The mixture was diluted with  $\text{CH}_2\text{Cl}_2$  and washed with sat.  $\text{NaHCO}_3$ . The organic layer was removed, washed with brine and back extracted with  $\text{CH}_2\text{Cl}_2$ . Dried the combined organic layers over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated in vacuo. The residue was purified over silica gel column (5:94.5:0.5 MeOH:  $\text{CH}_2\text{Cl}_2$ : $\text{NH}_4\text{OH}$ ) to provide acetic acid 2-(5-nitro-2-pentafluoroethyl-phenoxy)-1-pyrrolidin-1-ylmethyl-ethyl ester as a yellow brown oil.

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The following compounds were prepared similarly to the procedure outlined above:

- 5 a) (R) Acetic acid 2-(5-amino-2-pentafluoroethyl-phenoxy)-1-pyrrolidin-1-yl-methyl-ethyl ester.
- b) 1-(2,2-Dimethyl-6-nitro-2,3-dihydro-benzo[1,4]oxazin-4-yl)-ethanone. M-NO<sub>2</sub> 206.4; Calc'd 250.1.

10 **Preparation XLVIII - (R) 2-Chloro-N-[3-(2-hydroxy-2-pyrrolidin-1-yl-propoxy)-4-pentafluoroethyl-phenyl]-nicotinamide**

(R) Acetic acid 2-{5-[(2-chloro-pyridine-3-carbonyl)-amino]-2-pentafluoroethyl-phenoxy}-1-pyrrolidin-1-yl-ethyl ester (408 mg) was dissolved in MeOH (15 ml) and NH<sub>4</sub>OH (6 ml) was added and the mixture was stirred at RT for 6 h. The reaction was concentrated in vacuo and dried under high vacuum. The residue was purified over silica gel column (8:92:0.6 MeOH: CH<sub>2</sub>Cl<sub>2</sub>:NH<sub>4</sub>OH). The purified fractions were concentrated in vacuo and dried again to provide (R)-2-chloro-N-[3-(2-hydroxy-2-pyrrolidin-1-yl-ethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide as a white foam.

25 **Preparation XLIX - 2-Dimethylamino-1-(3,3-dimethyl-6-nitro-2,3-dihydro-indol-1-yl)-ethanone**

3,3-Dimethyl-6-nitro-2,3-dihydro-1H-indole (5 g) was dissolved in DMF (100 ml) and HOAt (3.89 g) dimethylamino-acetic acid (5.83 g) and EDC (3.89 g) were added. The reaction was stirred overnight. The mixture was diluted with CH<sub>2</sub>Cl<sub>2</sub> (1L) and washed with sat'd NaHCO<sub>3</sub> (3x200 ml). The organic layer was washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo. The residue was purified by flash chromatography (SiO<sub>2</sub>, EtOAc to 5%MeOH/EtOAc) to afford the title compound.

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The following compounds were prepared similarly to the procedure outlined above:

- 5 a) 1-(3,3-Dimethyl-6-nitro-2,3-dihydro-indol-1-yl)-2-(N-Boc-amino)-ethanone.

**Preparation L - 1-(6-Amino-3,3-dimethyl-2,3-dihydro-indol-1-yl)-2-(N-Boc-amino)-ethanone**

10 1-(3,3-Dimethyl-6-nitro-2,3-dihydro-indol-1-yl)-2-(N-Boc-amino)-ethanone (3.9 g) was dissolved in EtOH (30 ml) and Fe powder (3.1 g)  $\text{NH}_4\text{Cl}$  (299 mg) and  $\text{H}_2\text{O}$  (5 ml) were added. The reaction was stirred at 80°C overnight. The reaction was filtered through Celite® and evaporated off the MeOH. The residue was partitioned between  $\text{CH}_2\text{Cl}_2$  and sat'd  $\text{NaHCO}_3$ . The  
15 organic layer was removed, washed with brine, dried over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated in vacuo. The residue was purified by flash chromatography ( $\text{SiO}_2$ , 25% EtOAc/hexane). The purified fractions were concentrated in vacuo to afford the compound as a white powder.

20

The following compounds were prepared similarly to the procedure outlined above:

- 25 a) 1-(6-Amino-3,3-dimethyl-2,3-dihydro-indol-1-yl)-2-dimethylamino-ethanone.
- b) 3,3-Dimethyl-1-(1-methyl-piperidin-4-ylmethyl)-2,3-dihydro-1H-indol-6-ylamine.
- c) 3-(4-Methyl-piperazin-1-ylmethyl)-4-pentafluoroethyl-phenylamine. M+H 324.2. Calc'd 323.
- 30 d) 3,3-Dimethyl-1-(1-methyl-piperidin-4-yl)-2,3-dihydro-1H-indol-6-ylamine. M+H 259.6; Calc'd 259.3.
- e) 3,3-Dimethyl-1,1-dioxo-2,3-dihydro-1H-116-benzo[d]isothiazol-6-ylamine
- f) 1,1,4,4-Tetramethyl-1,2,3,4-tetrahydro-naphth-6-ylamine.

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g) 3,3-Dimethyl-1-(1-Boc-piperidin-4-ylmethyl)-2,3-dihydro-1H-indol-6-ylamine.

**Preparation LI - 2-Boc-4,4-dimethyl-7-nitro-1,2,3,4-tetrahydro-isoquinoline**

4,4-Dimethyl-7-nitro-1,2,3,4-tetrahydro-isoquinoline (150 mg) was dissolved with  $\text{CH}_2\text{Cl}_2$  (3 ml) DIEA (100  $\mu\text{l}$ ) DMAP (208 mg and  $\text{Boc}_2\text{O}$  (204 mg) and the mixture was stirred for 6 h at RT. The reaction was diluted with  $\text{CH}_2\text{Cl}_2$ , washed with sat'd  $\text{NaHCO}_3$  and dried over  $\text{MgSO}_4$ , filtered and concentrated to provide the compound which was used without further purification.

The following compounds were prepared similarly to the procedure outlined above substituting  $\text{Ac}_2\text{O}$ :

a) 1-(4,4-Dimethyl-7-nitro-3,4-dihydro-1H-isoquinolin-2-yl)-ethanone.  $\text{M}+\text{H}$  249.3.

**Preparation LII - 2-Bromo-N-(4-methoxy-benzyl)-5-nitro-benzamide**

PMB-amine (5.35 ml) in  $\text{CH}_2\text{Cl}_2$  (130 ml) was slowly added to 2-bromo-5-nitro-benzoyl chloride (10.55 g) and  $\text{NaHCO}_3$  (9.6 g) and the mixture was stirred at RT for 1 h. The mixture was diluted with  $\text{CH}_2\text{Cl}_2$  (1 L), filtered, washed with dilute  $\text{HCl}$ , dried, filtered again, concentrated and dried under vacuum to provide the compound as a white solid.  $\text{M}+\text{H}$  367. Calc'd 366.

**Preparation LIII - 2-Bromo-N-(4-methoxy-benzyl)-N-(2-methyl-allyl)-5-nitro-benzamide**

To a suspension of  $\text{NaH}$  (1.22 g) in DMF (130 ml) was added 2-bromo-N-(4-methoxy-benzyl)-5-nitro-benzamide (6.2 g) in DMF (60 ml) at  $-78^\circ\text{C}$ . The mixture was warmed to  $0^\circ\text{C}$ , 3-bromo-2-

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5 methyl-propene (4.57 g) was added and the mixture was stirred for 2 h at 0°C. The reaction was poured into ice water, extracted with EtOAc (2x400 ml), dried over MgSO<sub>4</sub>, filtered and concentrated to a DMF solution which was used without further purification.

**Preparation LIV - of 2-(4-Methoxy-benzyl)-4,4-dimethyl-7-nitro-3,4-dihydro-2H-isoquinolin-1-one**

10 2-Bromo-N-(4-methoxy-benzyl)-N-(2-methyl-allyl)-5-nitro-benzamide (23.4 mmol) was dissolved in DMF (150 ml) and Et<sub>4</sub>NCl (4.25 g), HCO<sub>2</sub>Na (1.75 g) and NaOAc (4.99 g) were added. N<sub>2</sub> was bubbled through the solution for 10 min, then Pd(OAc)<sub>2</sub> (490 mg) was added and the mixture was stirred overnight at 70°C. The mixture was extracted with EtOAc, 15 washed with sat'd NH<sub>4</sub>Cl, dried over MgSO<sub>4</sub>, filtered and concentrated until the compound precipitated as a white solid.

20 The following compounds were prepared similarly to the procedure outlined above:

- a) 3,3-Dimethyl-6-nitro-2,3-dihydro-benzofuran was prepared from 1-bromo-2-(2-methyl-allyloxy)-4-nitro-benzene.
- b) 3,9,9-Trimethyl-6-nitro-4,9-dihydro-3H-3-aza-fluorene was 25 prepared from 4-[1-(2-bromo-4-nitro-phenyl)-1-methyl-ethyl]-1-methyl-1,2,3,6-tetrahydro-pyridine.

**Preparation LV - 4,4-Dimethyl-7-nitro-3,4-dihydro-2H-isoquinolin-1-one**

30 2-(4-Methoxy-benzyl)-4,4-dimethyl-7-nitro-3,4-dihydro-2H-isoquinolin-1-one (2.0 g) was dissolved in CH<sub>3</sub>CN (100 ml) and H<sub>2</sub>O (50 ml) and cooled to 0°C. CAN (9.64 g) was added and the reaction was stirred at 0°C for 30 min, then warmed to RT and stirred for 6 h. The mixture was extracted with

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CH<sub>2</sub>Cl<sub>2</sub> (2x300 ml) washed with sat'd NH<sub>4</sub>Cl, dried over MgSO<sub>4</sub>, filtered and concentrated. The crude material was recrystallized in CH<sub>2</sub>Cl<sub>2</sub>/EtOAc (1:1) to give 4,4-dimethyl-7-nitro-3,4-dihydro-2H-isoquinolin-1-one as a white solid.

5

**Preparation LVI - 4,4-Dimethyl-7-nitro-1,2,3,4-tetrahydro-isoquinoline**

4,4-Dimethyl-7-nitro-3,4-dihydro-2H-isoquinolin-1-one (230 mg) was dissolved in THF (10 ml) and BH<sub>3</sub>Me<sub>2</sub>S (400 ul) was added and the reaction was stirred overnight at RT. The reaction was quenched with MeOH (10 ml) and NaOH (200 mg) and heating at reflux for 20 min. The mixture was extracted with EtOAc, washed with sat'd NH<sub>4</sub>Cl, extracted with 10% HCl (20 ml). The acidic solution was treated with 5N NaOH (15 ml), extracted with EtOAc (30 ml) dried, filtered and evaporated to give the compound as a yellow solid. M+H 207.2, Calc'd 206.

The following compounds were prepared similarly to the procedure outlined above:

a) 4-Boc-2,2-dimethyl-6-nitro-3,4-dihydro-2H-benzo[1,4]oxazine.

**25 Preparation LVII - 2-Bromomethyl-4-nitro-1-pentafluoroethyl-benzene**

2-Methyl-4-nitro-1-pentafluoroethyl-benzene (2.55 g) was dissolved in CCl<sub>4</sub> (30 ml) and AIBN (164 mg) and NBS (1.96 g) were added. The reaction was heated to reflux and stirred for 24 h. The mix was diluted with CH<sub>2</sub>Cl<sub>2</sub>, washed with sat'd NaHCO<sub>3</sub>, dried over MgSO<sub>4</sub> and concentrated to give the compound as an oil which was used without further purification.

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**Preparation LVIII - 1-Methyl-4-(5-nitro-2-pentafluoroethyl-benzyl)-piperazine**

2-Bromomethyl-4-nitro-1-pentafluoroethyl-benzene (2.6 g) was added to N-methylpiperazine (5 ml) and stirred at RT for 3 h. The mixture was filtered and the filtrate was treated with 1-chlorobutane, extracted with 2N HCl (100 ml). The acidic solution was treated with 5N NaOH (6 ml) then extracted with EtOAc. The organic layer was removed, dried over MgSO<sub>4</sub> and concentrated to give the compound as an oil.

10

The following compounds were prepared similarly to the procedure outlined above:

a) 4-(5-Nitro-2-pentafluoroethyl-benzyl)-morpholine.

15

**Preparation LIX - 1-Boc-4-(5-nitro-2-pentafluoroethyl-benzyl)-piperazine.**

2-Bromomethyl-4-nitro-1-pentafluoroethyl-benzene (2.5 g) was dissolved in CH<sub>2</sub>Cl<sub>2</sub> and added to N-Boc-piperazine (2.5 g) and NaHCO<sub>3</sub> (1 g) and stirred at RT overnight. The mixture was diluted with CH<sub>2</sub>Cl<sub>2</sub> (100 ml), washed with sat'd NH<sub>4</sub>Cl, dried over MgSO<sub>4</sub>, filtered and concentrated. The residue was purified by silica gel chromatography (hexane, CH<sub>2</sub>Cl<sub>2</sub>:hexane 2:8) to give the compound as a yellow solid.

25

**Preparation LX - (4-Boc-piperazin-1-yl)-(3-nitro-5-trifluoromethyl-phenyl)-methanone**

A mixture of 3-nitro-5-trifluoromethyl-benzoic acid (4.13 g), 4-Boc-piperazine (2.97 g), EDC (3.88 g), HOBT (2.74 g), DIEA (3.33 ml) in CH<sub>2</sub>Cl<sub>2</sub> (120 ml) was stirred at RT for 3 h. The mixture was diluted with CH<sub>2</sub>Cl<sub>2</sub> (100 ml), washed with sat'd NH<sub>4</sub>Cl, dried over MgSO<sub>4</sub>, filtered and concentrated. The residue was purified by silica gel chromatography

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(hexane,  $\text{CH}_2\text{Cl}_2$ :hexane 1:2) to give the compound as a white solid.

**Preparation LXI - 1-Boc-4-(3-nitro-5-trifluoromethyl-benzyl)-piperazine**

(4-Boc-piperazin-1-yl)-(3-nitro-5-trifluoromethyl-phenyl)-methanone (403 mg) was dissolved in THF (6 ml) and  $\text{BH}_3\text{Me}_2\text{S}$  (300  $\mu\text{l}$ ) was added and the reaction was stirred for 3 h at  $60^\circ\text{C}$  and 2 h at RT. The reaction was quenched with MeOH (5 ml) and NaOH (100 mg) and stirred at RT for 1 h. The mixture was concentrated and dissolved in  $\text{CH}_2\text{Cl}_2$ , washed with sat'd  $\text{NH}_4\text{Cl}/\text{NaHCO}_3$ , dried ( $\text{MgSO}_4$ ), filtered and evaporated to give the compound as an oil. M+H 390.3.

**Preparation LXII - 2-Ethyl-4-aminomethyl pyridine**

To a solution of 2-ethyl-4-thiopyridylamide (10 g) in MeOH (250 ml) was added Raney 2800 Nickel (5 g, Aldrich) in one portion. The mixture was stirred at RT for 2 days then at  $60^\circ\text{C}$  for 16 h. The mixture was filtered, concentrated to provide the desired compound.

**Preparation LXIII - N-Boc-[2-(4-morpholin-4-yl-butyl)-pyrimidin-4-ylmethyl]-amine**

N-Boc-(2-chloropyrimidine)-methylamine (663 mg) and 4-(aminopropyl)morpholine (786 mg) were dissolved in MeOH and concentrated in vacuo. The residue was heated at  $100^\circ\text{C}$  for 15 min, forming a solid which was dissolved in  $\text{CH}_2\text{Cl}_2/\text{MeOH}$  then concentrated again and heated 15 min more. Concentrated in vacuo and dried under high vacuum. Triturated with a small amount of IpOH and allowed to settle over a weekend. Filtered, rinsing with a small amount of IpOH to provide the compound as a white solid.

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The following compounds were prepared similarly to the procedure outlined above:

- 5 a) (4-Bocaminomethyl-pyrimidin-2-yl)-[2-(1-methyl-pyrrolidin-2-yl)-ethyl]-amine. M+H 336.5; Calc'd 335.45.

**Preparation LXIV - 2-fluoronicotinic acid**

- 10 In a flame dried 3-necked round bottom flask equipped with a dropping funnel and thermometer, under N<sub>2</sub>, THF (250 ml) was added via cannula. LDA (2M in cyclohexane, 54 ml) was added via cannula as the flask was cooled to -78°C. At -78°C, 2-fluoropyridine (8.87 ml) was added dropwise over 10 min. The reaction was stirred for 3 h. Condensation was blown off (with N<sub>2</sub>) a few cubes of solid CO<sub>2</sub> and they were added to  
15 the mixture. The mixture was warmed to RT once the solution turned yellow, and it was stirred overnight. The reaction was cooled to 0°C and the pH was adjusted to ~2.5 with 5N HCl. The mixture was concentrated in vacuo and extracted with EtOAc. The EtOAc layer was washed with brine, dried  
20 over MgSO<sub>4</sub>, filtered and concentrated to dryness. The resulting solid was slurried in EtOAc (100 ml), filtered, washed with cold EtOAc and dried at 50°C for 1 h to afford 2-fluoronicotinic acid. M+H 142.1; Calc'd 141.0.

25 **Preparation LXV - 4-cyano-2-methoxypyridine**

- Under a stream of N<sub>2</sub> and with cooling, Na metal (2.7 g) was added to MeOH (36 ml) with a considerable exotherm. After the Na is dissolved, a solution of 2-chloro-4-cyanopyridine (15 g) in dioxane:MeOH (1:1, 110 ml) was added via dropping  
30 funnel over a 10 min period. The reaction was heated to reflux for 3.5 h then cooled at ~10°C overnight. Solid was filtered off and the solid was washed with MeOH. The filtrate was concentrated to ~60 ml and H<sub>2</sub>O (60 ml) was added to redissolve a precipitate. Upon further

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concentration, a precipitate formed which was washed with H<sub>2</sub>O. Further concentration produced additional solids. The solids were combined and dried in vacuo overnight at 35°C to provide 4-cyano-2-methoxypyridine which was used as is.

5

**Preparation LXVI - (2-methoxypyridin-4-yl)methylamine**

4-Cyano-2-methoxypyridine (1.7 g) was dissolved in MeOH (50 ml) and conc. HCl (4.96 ml) was added. Pd/C (10%) was added and H<sub>2</sub> was added and let stand overnight. The solids were  
10 filtered through Celite® and the cake was washed with MeOH (~250 ml). Concentration in vacuo produced an oil which was dissolved in MeOH (~20 ml). Et<sub>2</sub>O (200 ml) was added and stirred for 1 h. The resulting precipitate was filtered and washed with Et<sub>2</sub>O to afford (2-methoxypyridin-4-  
15 yl)methylamine (hydrochloride salt) as an off-white solid.

**Preparation LXVII - 2-(4-Amino-phenyl)-2-methyl-propionic acid methyl ester**

2-Methyl-2-(4-nitro-phenyl)-propionic acid methyl ester (2.1  
20 g) was dissolved in THF (70 ml) and acetic acid (5 ml) and Zn (10 g) were added. The mixture was stirred for 1 h and filtered through Celite®. The filtrate was rinsed with EtOAc and the organics were evaporated to a residue which was purified on silica gel chromatography (40%EtOAc/hexanes) to  
25 provide the desired compound as a yellow oil. M+H 194.

**Preparation LXVIII - 1-(2-tert-Butyl-phenyl)-4-methyl-piperazine**

2-tert-Butyl-phenylamine and bis-(2-chloro-ethyl)-  
30 methylamine were mixed together with K<sub>2</sub>CO<sub>3</sub> (25 g), NaI (10 g) and diglyme (250 mL) and heated at 170°C for 8 h. Cooled and filtered solid and evaporated solvent. Diluted with EtOAc, washed with NaHCO<sub>3</sub> solution, extracted twice more

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with EtOAc, washed with brine, dried over  $\text{Na}_2\text{SO}_4$  and evaporated to give the compound as a dark solid.

5 The following compounds were prepared similarly to the procedure outlined above:

a) 1-Bromo-2-(2-methyl-allyloxy)-4-nitro-benzene was prepared from methallyl bromide.

10 **Preparation LXIX 3-(1-Methyl-1,2,3,6-tetrahydro-pyridin-4-yl)-5-trifluoromethyl-phenylamine**  
3-(5,5-Dimethyl-[1,3,2]dioxaborinan-2-yl)-5-trifluoromethyl-phenylamine (8.8g, 0.032mol) was added to trifluoro-methanesulfonic acid 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl ester (7.91g, 0.032mol) and 2N  $\text{Na}_2\text{CO}_3$  aqueous solution (25mL) was bubbled through  $\text{N}_2$  for 5 min.  $\text{Pd}(\text{PPh}_3)_4$  (3.7g, 3.2mmol) was added and the reaction was heated to  $80^\circ\text{C}$  for 16 h. The reaction was cooled to RT and diluted with  $\text{Et}_2\text{O}$  (100 mL). The mixture was filtered through Celite® and the  
15 filtrate was washed with  $\text{NaHCO}_3$  aqueous solution (25 ml) followed by brine (25 mL). The organic phase was dried over  $\text{Na}_2\text{SO}_4$  and concentrated in vacuo. The desired product was isolated by passing through silica gel column chromatography (EtOAc, then (2M  $\text{NH}_3$ ) in MeOH/EtOAc) to provide a yellow  
20 oil.  
25

**Preparation LXX - 3,3-Dimethyl-6-nitro-2,3-dihydro-benzo[d]isothiazole 1,1-dioxide**

3,3-Dimethyl-2,3-dihydro-benzo[d]isothiazole 1,1-dioxide was  
30 added to  $\text{KNO}_3$  in  $\text{H}_2\text{SO}_4$  cooled to  $0^\circ\text{C}$  and stirred for 15 min. The reaction was warmed to RT and stirred overnight. The mix was poured into ice and extracted with EtOAc (3x), washed with  $\text{H}_2\text{O}$  and brine, dried and evaporated to give the product which was used without further purification.

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The following compounds were prepared similarly to the procedure outlined above:

- 5 a) 1,1,4,4-Tetramethyl-6-nitro-1,2,3,4-tetrahydro-naphthalene

**Preparation LXXI - 3-(1-Methyl-1,2,3,4-tetrahydro-pyridin-4-yl)-5-trifluoromethyl-phenylamine**

- 10 3-(5,5-Dimethyl-[1,3,2]dioxaborinan-2-yl)-5-trifluoromethyl-phenylamine (1.2 g) was added to trifluoro-methanesulfonic acid 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl ester (1.0 g), LiCl (500 mg, Aldrich), PPh<sub>3</sub> (300 mg, Aldrich) and 2M Na<sub>2</sub>CO<sub>3</sub> aqueous solution (6 mL) and was bubbled with N<sub>2</sub> for 5 min.
- 15 Pd(PPh<sub>3</sub>)<sub>4</sub> (300 mg, Aldrich) was added and the reaction was heated to 80°C for 16 h. The reaction was cooled to RT and diluted with Et<sub>2</sub>O (100 mL). The mixture was filtered through Celite® and the filtrate was washed with NaHCO<sub>3</sub> aqueous solution (25 mL) followed by brine (25 mL). The
- 20 organic phase was dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated in vacuo. The desired compound was isolated by silica gel column chromatography (EtOAc 10% (2M NH<sub>3</sub>) in MeOH/EtOAc) to provide yellow oil. M+H 257.2; Calc'd 256.1.

- 25 **Preparation LXXII - Trifluoromethylsulfonic acid 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl ester**

- In a three-necked round bottom flask equipped with a thermometer and an additional funnel was placed anhydrous THF (200 mL) and 2M LDA (82.8 mL). The solution was cooled
- 30 to -78°C and a solution of 1-methyl-piperidin-4-one (20 mL) in anhydrous THF (70 mL) was added drop-wise. The reaction was warmed to -10°C over 30 min and cooled down again to -78°C. Tf<sub>2</sub>NPh (54.32 g) in 200 mL of anhydrous THF was added through the additional funnel over 30 min and anhydrous THF

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(30 mL) was added to rinse the funnel. The reaction was warmed to RT and the reaction solution was concentrated in vacuo. The residue was dissolved in Et<sub>2</sub>O purified on neutral Al<sub>2</sub>O<sub>3</sub> column chromatography (Et<sub>2</sub>O as elutant). The product was obtained as orange oil. (20 g)

**Preparation LXXIII - 3-(5,5-Dimethyl-[1,3,2]dioxaborinan-2-yl)-5-trifluoromethyl-phenylamine**

N<sub>2</sub> was bubbled through a solution of 3-bromo-5-trifluoromethyl-phenylamine (2.38 g), 5,5,5',5'-tetramethyl-[2,2']bi[[1,3,2]dioxaborinanyl] (2.24 g, Frontier Scientific) and KOAc (2.92 g), dppf (165 mg, Aldrich) in anhydrous dioxane (50 ml) for 2 min. PdCl<sub>2</sub> (dppf) (243 mg, Aldrich) was added and the reaction was heated to 80°C for 4 h. After cooling to RT, the mix was diluted with 50 mL of Et<sub>2</sub>O, filtered through Celite®, and the filtrate was concentrated in vacuo. The residue was dissolved in Et<sub>2</sub>O (100 mL), washed with sat. NaHCO<sub>3</sub> aqueous solution (50 mL) followed by brine (50 mL). The organic phase was dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated in vacuo. The residue was dissolved in 3:2 Et<sub>2</sub>O/Hex (100 mL), filtered through Celite® and the filtrate was concentrated in vacuo to afford a dark brown semi-solid.

**Preparation LXXIV - 1-Boc-3-Hydroxymethyl-azetidine**

A solution of 1-Boc-azetidine-3-carboxylic acid (1.6 g) and Et<sub>3</sub>N (2 ml) in anhydrous THF (60 ml) was cooled to 0°C. Isopropyl chloroformate (1.3 g) was added via a syringe slowly; forming a white precipitate almost immediately. The reaction was stirred for 1 h at 0°C and the precipitate was filtered out. The filtrate was cooled to 0°C again and aqueous NaBH<sub>4</sub> solution (900 mg, 5 ml) was added via pipette and stirred for 1 h. The reaction was quenched with NaHCO<sub>3</sub> solution (50 mL) and the product was extracted with EtOAc

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(200 mL). The organic phase was washed with brine (50 mL), dried over  $\text{Na}_2\text{SO}_4$  and concentrated *in vacuo*. The residue was dissolved in EtOAc and passed through a short silica gel pad. Concentrating the filtrate *in vacuo* provided the  
5 compound as a light yellow oil.

**Preparation LXXV - 1-Boc-3-(3-nitro-5-trifluoromethyl-phenoxy)methyl)-azetidine**

A mixture of 1-Boc-3-methylsulfonyloxymethyl-azetidine (1.47  
10 g), 3-nitro-5-trifluoromethyl-phenol (1.15 g) and  $\text{K}_2\text{CO}_3$  (1.15 g) in DMF (20 mL) at  $80^\circ\text{C}$  was stirred overnight. The reaction was cooled to RT and diluted with 25 mL of sat.  $\text{NaHCO}_3$  and 50 mL of EtOAc. The organic phase was separated and washed with brine (25 mL), dried over  $\text{Na}_2\text{SO}_4$  and  
15 concentrated *in vacuo*. The crude compound was purified by column chromatography (50% EtOAc/hex).

**Preparation LXXVI - 2,2-Dimethyl-6-nitro-3,4-dihydro-2H-benzo[1,4]oxazine**

20 2,2-Dimethyl-6-nitro-4H-benzo[1,4]oxazin-3-one was added to  $\text{BH}_3$ -THF complex (Aldrich) in THF with ice cooling. The mixture was heated to reflux for 2 h then carefully diluted with 12 mL of MeOH and heated to reflux for an additional 1 h. Concentrated HCl (12 mL) was added and heated to reflux  
25 for 1 h. The mixture was concentrated and the resulting solid was suspended in a dilute aqueous solution of NaOH (1 M) and extracted with EtOAc (100 mL x 4). The organic layers were washed with  $\text{H}_2\text{O}$  and dried over  $\text{MgSO}_4$ . Evaporation of solvent gave a yellow solid.

30

**Preparation LXXVII - 2,2,4-Trimethyl-6-nitro-4H-benzo[1,4]oxazin-3-one**

2,2-Dimethyl-6-nitro-4H-benzo[1,4]oxazin-3-one (1.1 g) was mixed with MeI (850 mg, Aldrich),  $\text{K}_2\text{CO}_3$  (1.38 g, Aldrich)

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and DMF (30 ml, Aldrich) at 40°C for 48 h. The DMF was removed in vacuo and the residue was diluted with EtOAc (80 ml). The organic phase was washed with H<sub>2</sub>O (50 ml), aqueous Na<sub>2</sub>SO<sub>3</sub> (50 ml) and brine (50 ml). The resulting solution  
5 was dried (MgSO<sub>4</sub>) and concentrated to provide the compound which was used as is.

**Preparation LXXVIII - 2-Bromo-N-(2-hydroxy-5-nitro-phenyl)-2-methyl-propionamide**

10 2-Amino-4-nitro-phenol (3.08 g, Aldrich) was stirred with THF (30 ml, Aldrich) in an ice bath. 2-Bromo-2-methyl-propionyl bromide (2.47 ml, Aldrich) and Et<sub>3</sub>N (2.0 g, Aldrich) was slowly added via syringe. The mixture was stirred for 45 min then poured into ice. The aqueous phase  
15 was extracted by EtOAc (50 mL x 4). The organic layer was dried and concentrated. The desired product was crystallized from EtOAc. (*Chem. Pharm. Bull* 1996; 44(1) 103-114).

20 **Preparation LXXIX - 2,2-Dimethyl-6-nitro-4H-benzo[1,4]oxazin-3-one**

2-Bromo-N-(2-hydroxy-5-nitro-phenyl)-2-methyl-propionamide was mixed with K<sub>2</sub>CO<sub>3</sub> in 20 mL of DMF and stirred overnight at 50°C. The reaction mixture was poured into ice water.  
25 The precipitate was collected by filtration and washed with H<sub>2</sub>O. The crude compound was recrystallized from EtOH.

**Preparation LXXX - 4-[1-(2-Bromo-4-nitro-phenyl)-1-methyl-ethyl]-1-methyl-pyridinium iodide**

30 1-Methyl-4-[1-methyl-1-(4-nitro-phenyl)-ethyl]-pyridinium (8 g) was dissolved in glacial HOAc (10 ml) then diluted with H<sub>2</sub>SO<sub>4</sub> (50 ml), then NBS (3.8 g) was added. After 1 h, additional NBS (1.2 g) was added, 30 min later another 0.5 g of NBS, then 15 min later 200 mg more NBS. After 1 h, the



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mixture was neutralized with  $\text{NH}_4\text{OH}$  (conc.) with ice bath cooling. The neutralized mixture was then concentrated and used as is.

5 **Preparation LXXXI - 4-[1-(2-Bromo-4-nitro-phenyl)-1-methyl-ethyl]-1-methyl-1,2,3,6-tetrahydro-pyridine**

4-[1-(2-Bromo-4-nitro-phenyl)-1-methyl-ethyl]-1-methyl-pyridiniumiodide was mixed with MeOH (400 ml) and  $\text{CH}_2\text{Cl}_2$  (200 ml), then treated with  $\text{NaBH}_4$  (2.5 g) in portions.

10 After stirring at RT for 2 h, the mixture was extracted with  $\text{CH}_2\text{Cl}_2$  (300 mL x 3). The  $\text{CH}_2\text{Cl}_2$  layer was washed with brine, dried over  $\text{Na}_2\text{SO}_4$  and concentrated in vacuo, to provide the desired product.

15 **Preparation LXXXII - 1-Methyl-4-[1-methyl-1-(4-nitro-phenyl)-ethyl]-pyridinium iodide**

4-(4-Nitro-benzyl)-pyridine (4.3 g) was mixed with MeI (4 ml, 9.12 g)/NaOH (5N, 30 ml),  $\text{Bu}_4\text{NI}$  (150 mg) and  $\text{CH}_2\text{Cl}_2$  (50 ml) and stirred at RT overnight. Additional MeI (2 mL) was  
20 added along with 50 mL of NaOH (5N). 6 h later, more MeI (2 mL) was added. The mixture was stirred at RT over the weekend. The mixture was cooled on ice bath and the base was neutralized by conc.  $\text{HCl}$  (aq) addition dropwise to pH 7. The compound was used as is.

25

**Preparation LXXXIII - 1-Methyl-4-(4-nitro-benzyl)-1,2,3,6-tetrahydro-pyridine**

4-(4-Nitrobenzyl)pyridine (64 g) and TBAI (6 g) were dissolved in  $\text{CH}_2\text{Cl}_2$  (500 mL) and the solution was suspended  
30 with NaOH (aq. 5N, 450 mL) in a 3L 3-necked round bottom flask. With vigorous stirring, iodomethane (213 g) was added and stirred vigorously at RT for 60 h (or until blue color disappears). The reaction was quenched with dimethylamine (100 mL) and MeOH (300 mL) and stirred for 2 h.  $\text{NaBH}_4$  (19

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g) was added to the mixture in small portions. The reaction mixture was stirred for 30 min at RT, then partitioned between  $\text{CH}_2\text{Cl}_2/\text{H}_2\text{O}$  (500 mL/500 mL). The organic layer was collected and the aqueous layer was washed with  $\text{CH}_2\text{Cl}_2$  (300 mL x 3). The combined organic layers was washed with brine then concentrated in vacuo. The residue was purified on a silica wash-column (7% TEA in EtOAc). The desired fractions were combined and concentrated under vacuum to give the desired compound as a dark gray solid. (MS:  $M+1=261$ ).

**Preparation LXXXIV - 1-Boc-4-formylpiperidine**

4A Molecular sieves were heated to  $100^\circ\text{C}$  and a vacuum was applied. They were cooled to RT and purged with  $\text{N}_2$ .  $\text{CH}_2\text{Cl}_2$  (420 ml) and  $\text{CH}_3\text{CN}$  (40 ml), NMO (40 g) and 1-Boc-4-hydroxymethylpiperidine (50 g) were added and the mix was stirred for 5 min then cooled to  $15^\circ\text{C}$ . TPAP (4.1 g) is added and an exotherm was observed. The reaction was maintained at RT with external cooling. The reaction was stirred at RT for 3 h, filtered, concentrated, diluted with 50% EtOAc/hexanes and purified on a silica gel plug (50%EtOAc/hexanes). The eluant fractions were concentrated to afford a yellow oil.

**25 Preparation LXXXV 2-Chloro-4-cyanopyridine**

2-Chloro-4-cyanopyridine was prepared similar to the method described by Daves et al., J. Het. Chem., 1, 130-32 (1964).

**30 Preparation LXXXVI 4-(2-tert-Butyl-5-nitro-phenyl)-but-3-en-1-ol**

A mix of 1-(tert-butyl)-2-bromo-4-nitrobenzene (3.652 g), TEA (5.92 ml), 3-buten-1-ol (5.48 ml),  $\text{Pd}(\text{OAc})_2$  (32 mg),  $\text{Pd}(\text{PPh}_3)_4$  (327 mg) and toluene (40 ml) was degassed with nitrogen and heated in a sealed vessel for 16 h at  $120^\circ\text{C}$ .

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The next day, the reaction mixture was cooled to RT, filtered, and concentrated in vacuo. The crude was eluted on a silica gel column with 15% to 22% EtOAc/hexanes gradient system to yield a yellow-brown oil.

5

**Preparation LXXXVII 4-(2-tert-Butyl-5-nitro-phenyl)-but-3-enal**

4-(2-tert-Butyl-5-nitro-phenyl)-but-3-en-1-ol (1.024 g) was dissolved in 10 ml of  $\text{CH}_2\text{Cl}_2$  and added dropwise over 5 min to a  $-78^\circ\text{C}$  mix of oxalyl chloride (0.645 ml), DMSO (0.583 ml), and 10 ml  $\text{CH}_2\text{Cl}_2$ . The reaction was stirred at  $-78^\circ\text{C}$  for 1 h, then treated with a solution of TEA (1.52 ml) in 7 ml  $\text{CH}_2\text{Cl}_2$  and stirred at  $-78^\circ\text{C}$  for an additional 25 min, then warmed to  $-30^\circ\text{C}$  for 35 min. The reaction was treated with 50 ml of saturated aqueous  $\text{NH}_4\text{Cl}$ , diluted with  $\text{H}_2\text{O}$  and extracted with EtOAc. The organic layer was brine-washed, dried over  $\text{Na}_2\text{SO}_4$ , filtered, and concentrated in vacuo to yield a yellow oil which was used as is in Preparation LXXXVIII.

20

**Preparation LXXXVIII 1-[4-(2-tert-Butyl-5-nitro-phenyl)-but-3-enyl]-pyrrolidine**

4-(2-tert-Butyl-5-nitro-phenyl)-but-3-enal (895 mg) was dissolved in 40 ml THF, and to the solution was added pyrrolidine (0.317 ml). To the deep orange solution was added  $\text{NaBH}(\text{OAc})_3$  (1.151 g) and glacial AcOH (0.207 ml). The reaction was stirred at RT overnight, then treated with saturated aqueous  $\text{NaHCO}_3$  and diluted with  $\text{Et}_2\text{O}$  and some 1N NaOH. The layers were separated, and the organic layer was extracted with aqueous 2N HCl. The acidic aqueous layer was basified to  $\text{pH} > 12$  with 6 N NaOH, extracted with  $\text{Et}_2\text{O}$ , brine-washed, dried over  $\text{Na}_2\text{SO}_4$ , filtered, and concentrated in vacuo to provide 1-[4-(2-tert-butyl-5-nitro-phenyl)-but-3-enyl]-pyrrolidine as a orange-brown oil.

30

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**Preparation LXXXVIX N-Boc-(2-chloropyrimidin-4-yl)-  
methylaniline**

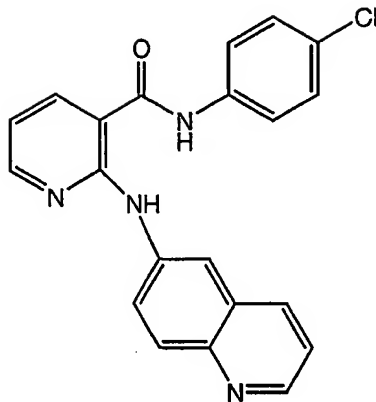
To 2-chloropyrimidine-4-carbonitrile [2.5 g, prepared by the  
5 procedure of Daves et. al. [J. Het. Chem. 1964, 1, 130-132)]  
in EtOH (250 ml) under N<sub>2</sub> was added Boc<sub>2</sub>O (7.3 g). After  
the mixture was briefly placed under high vacuum and flushed  
with N<sub>2</sub>, 10% Pd/C (219 mg) was added. H<sub>2</sub> was bubbled through  
the mixture (using balloon pressure with a needle outlet) as  
10 it stirred 4.2 h at RT. After filtration through Celite®,  
addition of 1.0 g additional Boc<sub>2</sub>O, and concentration, the  
residue was purified by silica gel chromatography (5:1 →  
4:1 hexanes/EtOAc) to obtain N-Boc-(2-chloropyrimidin-4-yl)-  
methylaniline.

15

**Preparation XC Methanesulfonic acid 1-Boc-azetidin-3-  
ylmethyl ester**

To a solution of (1-Boc-azetidin-3-yl)-methanol (1.06 g, 5.7  
mmol), TEA (1.18 mL, 8.52 mmol) in CH<sub>2</sub>Cl<sub>2</sub> at 0°C was added  
20 MeSO<sub>2</sub>Cl (0.53 mL, 6.82 mmol) via a syringe. The reaction  
was warmed to RT over 2 h and stirring was continued at RT  
for 2 h. The white solid formed was removed by filtration  
and the filtrate was washed with 25 mL of H<sub>2</sub>O. The organic  
phase was dried over Na<sub>2</sub>SO<sub>4</sub>, and concentrated *in vacuo* to  
25 afford yellow oil.

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Example 1

**N-(4-Chlorophenyl)[2-(6-quinolylamino)(3-pyridyl)]carboxamide**

**Step A - Preparation of 2-(6-quinolylamino)pyridine-3-carboxylic acid**

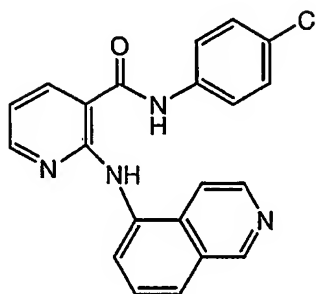
A mixture of 2-chloronicotinic acid (1.5 g) and 6-aminoquinoline (1.4 g) was heated at 140°C neat for 2 h. The reaction was cooled to give a brown solid used in the next step without further purification. MS (ES<sup>+</sup>): 266 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 264 (M-H)<sup>-</sup>.

**Step B - Preparation of N-(4-chlorophenyl)[2-(6-quinolylamino)(3-pyridyl)]carboxamide**

To a mixture of 2-(6-quinolylamino)pyridine-3-carboxylic acid (250 mg, from Step A) and 4-chloroaniline (120 mg) and DIEA (220  $\mu$ l) in DMF (15 ml) was added EDC (220 mg) and HOBt (130 mg). The reaction was stirred at 50°C for 3 h. The solution was evaporated under reduced pressure and mixed with CH<sub>2</sub>Cl<sub>2</sub> (50 ml). The resulting solution was washed with 1N HCl, saturated NaHCO<sub>3</sub>, H<sub>2</sub>O and brine. The organic layer was dried over Na<sub>2</sub>SO<sub>4</sub>, evaporated under reduced pressure and triturated with CH<sub>2</sub>Cl<sub>2</sub>. The precipitate was filtered and washed with EtOH to give the titled compound.

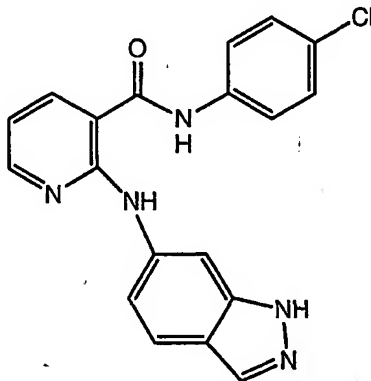
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MS (ES<sup>+</sup>): 375 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 373 (M-H)<sup>-</sup>. Calc'd for C<sub>21</sub>H<sub>15</sub>ClN<sub>4</sub>O - 374.8.

**Example 2**

**N-(4-Chlorophenyl)[2-(5-isoquinolylamino)(3-pyridyl)]carboxamide**

The title compound was analogously synthesized by the method described in Example 1. MS (ES<sup>+</sup>): 375 (M+H)<sup>+</sup>. Calc'd for C<sub>21</sub>H<sub>15</sub>ClN<sub>4</sub>O - 374.8.

**Example 3**

**N-(4-Chlorophenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

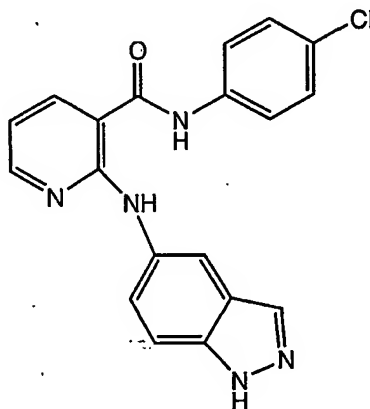
**Step A - Preparation of (2-chloro(3-pyridyl))-N-(4-chlorophenyl)carboxamide**

To a mixture of 2-chloronicotinic acid (4 g) and 4-chloroaniline (3.2 g) and DIEA (6 ml) in  $\text{CH}_2\text{Cl}_2$  (200 ml) was added EDC (6 g) and HOBt (3.3 g). The reaction was stirred at RT overnight and washed with 2 N NaOH (100 ml),  $\text{H}_2\text{O}$  (150 ml) and brine (100 ml). The organic layer was dried over  $\text{Na}_2\text{SO}_4$  and evaporated to give (2-chloro(3-pyridyl))-N-(4-chlorophenyl)carboxamide.

**Step B - Preparation of N-(4-chlorophenyl)[2-(1H-indazol-5-ylamino)(3-pyridyl)]carboxamide**

A mixture of (2-chloro(3-pyridyl))-N-(4-chlorophenyl)carboxamide (200 mg, from Step A) and 6-aminoindazole (150 mg) was heated at  $150^\circ\text{C}$  neat for 2 h. The reaction was cooled and washed with MeOH. The resulting solid was filtered to give the titled product. MS (ES<sup>+</sup>): 364 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 362 (M-H). Calc'd for  $\text{C}_{19}\text{H}_{14}\text{ClN}_5\text{O}$  - 363.8.

**Example 4**

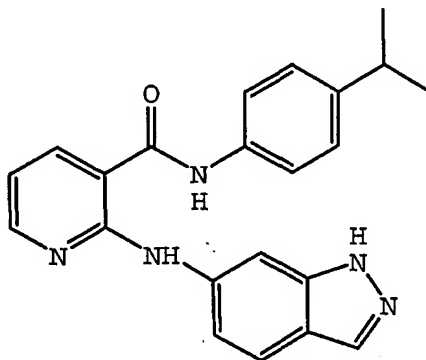


**N-(4-Chlorophenyl)[2-(1H-indazol-5-ylamino)(3-pyridyl)]carboxamide**

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The title compound was analogously synthesized by the method described in Example 3. MS (ES<sup>+</sup>): 364 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 362 (M-H)<sup>-</sup>. Calc'd for C<sub>19</sub>H<sub>14</sub>ClN<sub>5</sub>O - 363.8.

#### Example 5



**2-(1H-Indazol-6-ylamino)-N-(4-isopropyl-phenyl)nicotinamide**

#### Step A: Preparation of (2-chloro(3-pyridyl))-N-(4-isopropylphenyl)carboxamide

To a mixture of 2-chloronicotinic acid (6.3 g) and 4-isopropylaniline (5.26 ml) and DIEA (10 ml) in CH<sub>2</sub>Cl<sub>2</sub> (200 ml) was added EDC (10 g) and HOBt (5.4 g). The reaction was stirred at RT overnight and washed with 2N NaOH (100 ml), H<sub>2</sub>O (250 ml) and brine (100 ml). The organic layer was dried over Na<sub>2</sub>SO<sub>4</sub> and evaporated to give (2-chloro(3-pyridyl))-N-(4-isopropylphenyl)carboxamide.

#### Step B: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylethyl)phenyl]carboxamide hydrochloride

A mixture of (2-chloro(3-pyridyl))-N-(4-isopropylphenyl)carboxamide (1.5 g, Step A) and 6-aminoindazole (880 mg) was heated at 160°C in NMP for 3 h. The reaction was cooled and diluted with CH<sub>2</sub>Cl<sub>2</sub> and washed with water twice, followed by brine. The organic layer was

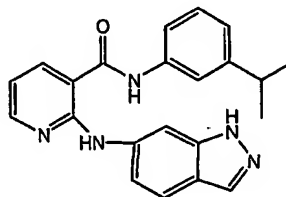


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dried with  $\text{Na}_2\text{SO}_4$  and evaporated under reduced pressure. The residue was purified by column chromatography with 35% EtOAc/Hexane and further mixed with MeOH and 1 N HCl/Et<sub>2</sub>O (3 ml). The solution was evaporated to furnish the titled compound. MS (ES<sup>+</sup>): 372 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 371 (M-H). Calc'd. for  $\text{C}_{22}\text{H}_{21}\text{N}_5\text{O}$  - 371.2.

The following compounds (Examples 6-23) were analogously synthesized by the method described in Example 5. Detailed intermediate preparations are described.

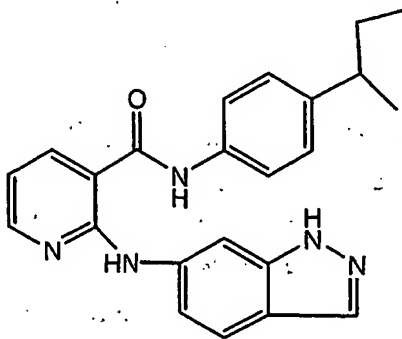
#### Example 6



[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(methylethyl)phenyl]carboxamide

MS (ES<sup>+</sup>): 372 (M+H)<sup>+</sup>. Calc'd. for  $\text{C}_{22}\text{H}_{21}\text{N}_5\text{O}$  - 371.2.

#### Example 7

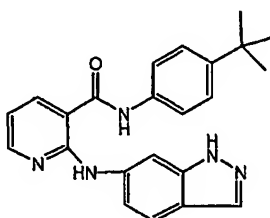


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[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylpropyl)phenyl]carboxamide

MS (ES<sup>+</sup>): 386 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 384 (M-H). Calc'd. for C<sub>23</sub>H<sub>23</sub>N<sub>5</sub>O - 385.2.

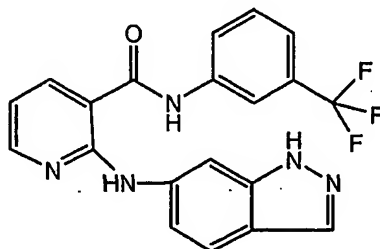
Example 8



N-[4-(tert-Butyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS (ES<sup>+</sup>): 386 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 384 (M-H). Calc'd. for C<sub>23</sub>H<sub>23</sub>N<sub>5</sub>O - 385.2.

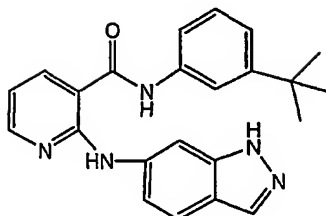
Example 9



[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(trifluoromethyl)phenyl]carboxamide

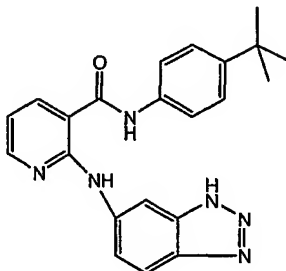
MS (ES<sup>+</sup>): 398 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 396 (M-H). Calc'd. for C<sub>20</sub>H<sub>14</sub>F<sub>3</sub>N<sub>5</sub>O - 397.1.

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Example 10

**N-[3-(tert-Butyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

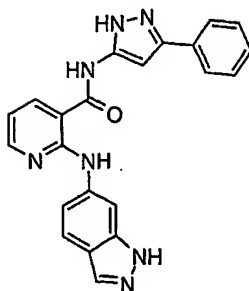
MS (ES<sup>+</sup>): 386 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 384 (M-H). Calc'd. for C<sub>23</sub>H<sub>23</sub>N<sub>5</sub>O - 385.2.

Example 11

**[2-(Benzotriazol-6-ylamino)(3-pyridyl)]-N-[4-(tert-butyl)phenyl]carboxamide**

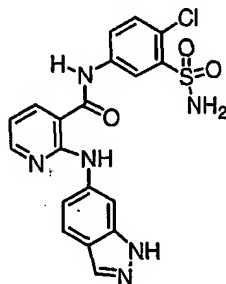
MS (ES<sup>+</sup>): 387 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 385 (M-H). Calc'd. for C<sub>22</sub>H<sub>22</sub>N<sub>6</sub>O - 386.2.

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Example 12

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(3-phenylpyrazol-5-yl)carboxamide

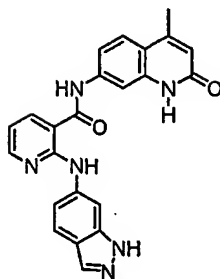
MS: 396 (M+1). Calc'd. for  $C_{22}H_{17}N_7O$  - 395.4.

Example 13

N-3-aminosulfonyl(4-chloro-phenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

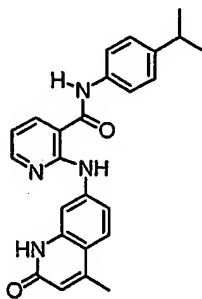
MS (ES+): 443 (M+H); (ES-): 441 (M-H). Calc'd. for  $C_{19}H_{15}ClN_6O_3S$  - 442.1.

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Example 14

**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-methyl-2-oxo-1,2-dihydroquinol-7-yl)carboxamide**

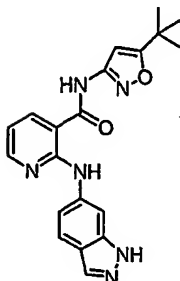
MS (ES<sup>+</sup>): 411 (M+H); (ES<sup>-</sup>): 409 (M-H). Calc'd. for C<sub>23</sub>H<sub>18</sub>N<sub>6</sub>O<sub>2</sub> - 410.1.

Example 15

**N-[4-(Methylethyl)phenyl]{2-[(4-methyl-2-oxo(7-hydroquinolyl))amino](3-pyridyl)}carboxamide**

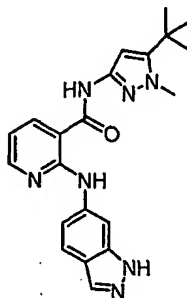
MS (ES<sup>+</sup>): 413 (M+H); (ES<sup>-</sup>): 411 (M-H). Calc'd. for C<sub>25</sub>H<sub>24</sub>N<sub>4</sub>O<sub>2</sub> - 412.2.

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Example 16

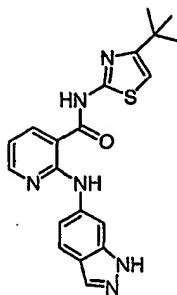
N-[5-(tert-Butyl)isoxazol-3-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS (ES<sup>+</sup>): 377 (M+H); (ES<sup>-</sup>): 375 (M-H). Calc'd. for  
C<sub>20</sub>H<sub>20</sub>N<sub>6</sub>O<sub>2</sub> - 412.2.

Example 17

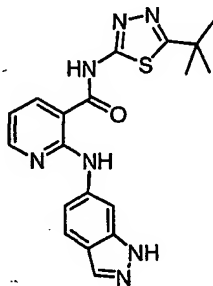
N-[5-(tert-Butyl)-1-methylpyrazol-3-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS (ES<sup>+</sup>): 390 (M+H); (ES<sup>-</sup>): 388 (M-H). Calc'd. for  
C<sub>21</sub>H<sub>23</sub>N<sub>7</sub>O - 389.2.

Example 18

N-[4-(tert-Butyl)(1,3-thiazol-2-yl)][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

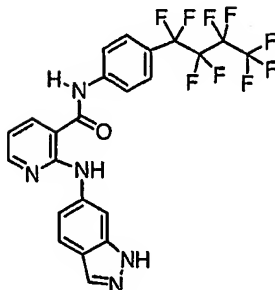
MS (ES+): 393 (M+H); (ES-): 391 (M-H). Calc'd. for  $C_{20}H_{20}N_6OS$  - 392.5.

Example 19

N-[5-(tert-Butyl)(1,3,4-thiadiazol-2-yl)][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS (ES+): 394 (M+H); (ES-): 392 (M-H). Calc'd. for  $C_{19}H_{19}N_7OS$  - 393.5.

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**Example 20**

**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(1,1,2,2,3,3,4,4,4-nonafluorobutyl)phenyl]carboxamide**

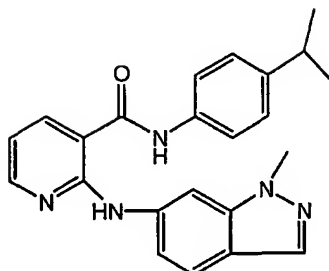
**Step A: Preparation of 4-(1,1,2,2,3,3,4,4,4-nonafluorobutyl)phenylamine**

The title compound was synthesized analogously by the method described in Gregory, W.A. et al., J. Med. Chem, 1990, 33(9) to give 4-nitro-(1,1,2,2,3,3,4,4,4-nonafluorobutyl)benzene. The mixture of the above intermediate (1.0 mmol), iron powder (5.0 mmol) and  $\text{NH}_4\text{Cl}$  (0.7 mmol) in EtOH (3 mL) and  $\text{H}_2\text{O}$  (3 mL) was stirred for 4 hours at  $80^\circ\text{C}$ . Filtration and concentration to give crude title product, which was used in next step without further purification.

**Step B: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[4-(1,1,2,2,3,3,4,4,4-nonafluorobutyl)phenyl]carboxamide**

The title compound was prepared from 4-(1,1,2,2,3,3,4,4,4-nonafluorobutyl)phenylamine (Step A) similar to the method described in Example 5. MS (ES<sup>+</sup>): 548 (M+H); (ES<sup>-</sup>): 546 (M-H). Calc'd. for  $\text{C}_{22}\text{H}_{15}\text{F}_9\text{N}_4\text{O}$  - 522.4.



Example 21

**{2-[(1-Methyl(1H-indazol-6-yl))amino](3-pyridyl)}-N-[4-(methylethyl)phenyl]carboxamide**

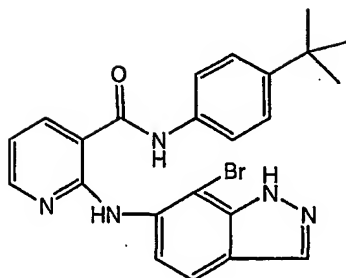
Step A: Preparation of 1-methyl-6-amino-1H-indazole

To a solution of 6-nitroindazole (8 g) in THF (200 ml) was added NaH (2.5 g) at 0°C. The reaction was stirred for 30 min and MeI (3.7 ml) was added and stirred at RT overnight. The reaction was quenched with water and extracted with EtOAc twice, then was further purified by column chromatography to give 1-methyl-6-nitro-1H-indazole which was hydrogenated with an H<sub>2</sub> atmosphere in the presence of Pd/C (400 mg) to give 1-methyl-6-amino-1H-indazole.

Step B Preparation of {2-[(1-methyl(1H-indazol-6-yl))amino](3-pyridyl)}-N-[4-(methylethyl)phenyl]-carboxamide

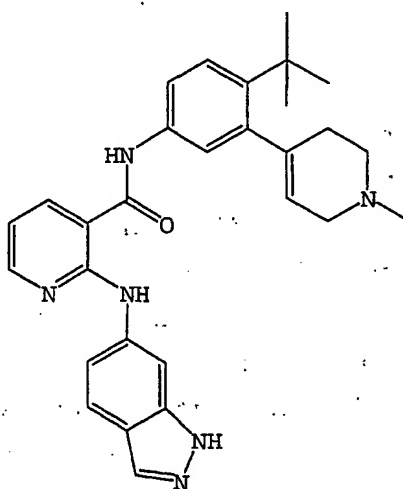
The title compound was prepared from 1-methyl-6-amino-1H-indazole (Step A) similar to the method described in Example 5. MS (ES<sup>+</sup>): 386 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 384 (M-H). Calc'd. for C<sub>23</sub>H<sub>23</sub>N<sub>5</sub>O - 385.2.

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Example 22

**N-[4-(tert-Butyl)phenyl]-2-[(7-bromo(1H-indazol-6-yl)amino)(3-pyridyl)]carboxamide**

A mixture of N-[4-(tert-butyl)phenyl]-[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide (620 mg) (Example 8) and NBS (330 mg) in benzene (50 ml) was heated at 80°C for 3 h. The solvent was evaporated under reduced pressure and the residue was purified by column chromatography to give the title compound. MS (ES<sup>+</sup>): 464 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 462 (M-H).  
Calc'd. for C<sub>23</sub>H<sub>22</sub>BrN<sub>5</sub>O - 463.1.

Example 23

**2-(1H-Indazol-6-ylamino)-N-[4-tert-butyl-3-(1,2,3,6-tetrahydropyridin-4-yl)phenyl]nicotinamide**

**Step A: Preparation of 2-bromo-1-tert-butyl-4-nitrobenzene**

NBS (125.0 g, 697.5 mmol, 1.5 eq) was slowly added to a solution of TFA:H<sub>2</sub>SO<sub>4</sub> (5:1, 750 mL) and tert-butyl-4-nitrobenzene (100.0 g, 558.0 mmol) at RT. The solution was stirred for 24 h and poured over 5 kg of ice. The resulting suspension was filtered and washed with a 1:1 MeOH:H<sub>2</sub>O solution (200 mL) and dried in a vacuum oven. MS (ES<sup>+</sup>): 258.1, 260.1 (M+H)<sup>+</sup>. Calc'd for C<sub>10</sub>H<sub>12</sub>BrNO<sub>2</sub>: 257.0.

**Step B: Preparation of 4-(2-tert-butyl-5-nitrophenyl)pyridine**

To a solution of 2-bromo-1-tert-butyl-4-nitrobenzene (8.6 g, 33.3 mmol, Step A) and toluene (70 mL) in a 150 mL round bottom flask, 4-pyridylboronic acid (4.5 g, 36.6 mmol, 1.1 eq), Pd(PPh<sub>3</sub>)<sub>4</sub> (3.8 g, 3.3 mmol, 0.1 eq) and K<sub>2</sub>CO<sub>3</sub> (13.8 g, 99.9 mmol, 3 eq) were added. The solution was stirred for 24 h at 80°C before cooling to RT. The solution was filtered through a pad of Celite® and purified by silica flash chromatography (30% EtOAc/Hexanes). This afforded the desired product as a yellow solid. MS (ES<sup>+</sup>): 257.2 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 255.2 (M-H)<sup>-</sup>. Calc'd for C<sub>15</sub>H<sub>16</sub>N<sub>2</sub>O<sub>2</sub>: 256.1.

**Step C: Preparation of 4-(2-tert-butyl-5-nitrophenyl)-1-methylpyridinium**

4-(2-tert-Butyl-5-nitrophenyl)pyridine (2.0 g, 7.8 mmol, Step B) was added to a round-bottom flask and dissolved in EtOH (10 mL). CH<sub>3</sub>I (30 mL) was added to the flask which was placed in a 80°C sand bath and heated to reflux. After 6 h, the solution was cooled to RT and the excess CH<sub>3</sub>I and EtOH were stripped-off under reduced

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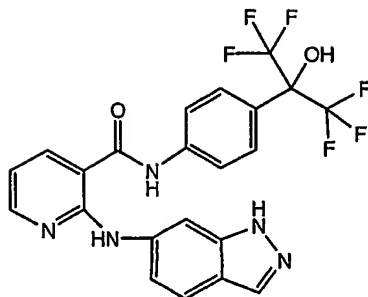
pressure resulting in the desired compound as a light brown solid. MS (ES+): 271.2 (M+H)<sup>+</sup>; (ES-): 269.2 (M-H)<sup>-</sup>. Calc'd for C<sub>16</sub>H<sub>19</sub>N<sub>2</sub>O<sub>2</sub><sup>+</sup>: 271.1.

**Step D: Preparation of 4-tert-butyl-3-(1-methyl-1,2,3,6-tetrahydropyridin-4-yl)aniline**

4-(2-tert-Butyl-5-nitrophenyl)-1-methylpyridinium (2.1 g, 7.8 mmol, Step C) was added to a 100 mL round-bottom flask and dissolved in a 10% H<sub>2</sub>O/EtOH mixture. To the flask iron dust (1.31 g, 23.4 mmol, 3 eq) and NH<sub>4</sub>Cl (460 mg, 8.6 mmol, 1.1 eq) were added. The flask was placed in a 100°C sand bath and heated to reflux. After 2 h, the solution was cooled to RT and filtered through a pad of Celite®. The resulting solution was stripped down to a yellow solid and redissolved in MeOH (20 mL, anhydrous). The solution was cooled to 0°C by placing it in an ice bath and slowly adding NaBH<sub>4</sub> (450 mg, 11.7 mmol, 1.5 eq). After addition of the NaBH<sub>4</sub>, the solution was cooled to RT and stirred for 30 min. The solvent was stripped-off under vacuum and the solid was redissolved in CH<sub>2</sub>Cl<sub>2</sub> and filtered. The solution was stripped-off under vacuum to afford of an amorphous clear yellow solid. MS (ES+): 245.2 (M+H)<sup>+</sup>. Calc'd for C<sub>16</sub>H<sub>24</sub>N<sub>2</sub>: 244.2.

**Step E Preparation of 2-(1H-indazol-6-ylamino)-N-[4-tert-butyl-3-(1,2,3,6-tetrahydropyridin-4-yl)phenyl]nicotinamide**

The title compound was prepared from 4-tert-butyl-3-(1-methyl-1,2,3,6-tetrahydropyridin-4-yl)aniline (Step D) similar to the method described in Example 5. MS: (ES+) 480.3 (M+H). Calc'd for C<sub>29</sub>H<sub>32</sub>N<sub>6</sub>O - 480.6.

Example 24

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-  
 {4-[2,2,2-trifluoro-1-hydroxy-1-  
 (trifluoromethyl)ethyl]phenyl}carboxamide

Step A: Preparation of 2-(1H-indazol-6-ylamino)pyridine-3-carboxylic acid

A mixture of 6-aminoindazole (6.7 g) and 2-chloronicotinic acid (8 g) was heated neat at 150°C for 2 h. The reaction was cooled and washed with acetone to give 2-(1H-indazol-6-ylamino)pyridine-3-carboxylic acid.

Step B: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-{4-[2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl]phenyl}carboxamide

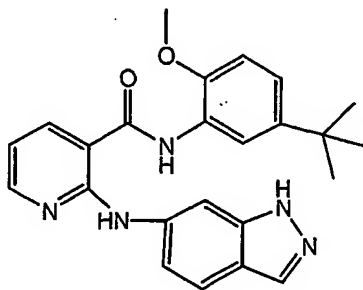
2-(1H-Indazol-6-ylamino)pyridine-3-carboxylic acid (500 mg, Step A) was reacted with 4-[2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl]phenylamine (340 mg) and EDC (500 mg) and HOBt (270 mg) in DMF at RT overnight. The reaction was diluted with CH<sub>2</sub>Cl<sub>2</sub> and washed with H<sub>2</sub>O followed by brine. The organic layer was dried with Na<sub>2</sub>SO<sub>4</sub> and evaporated under reduced pressure. The residue was purified by column chromatography to give the title compound. MS

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(ES+): 496 (M+H)<sup>+</sup>; (ES-): 394 (M-H). Calc'd. for C<sub>22</sub>H<sub>15</sub>F<sub>6</sub>N<sub>5</sub>O<sub>2</sub> - 495.1.

The following compounds (Examples 25-42) were synthesized similar to the method described in Example 24. Detailed intermediate preparations are described.

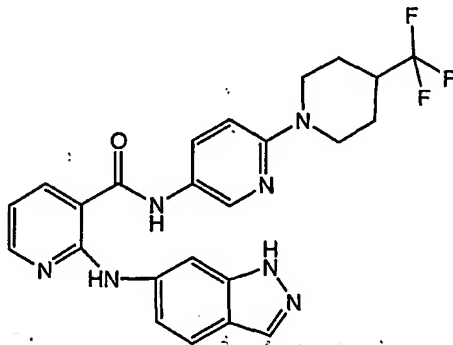
Example 25



N-[5-(tert-Butyl)-2-methoxyphenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS (ES+): 416 (M+H)<sup>+</sup>; (ES-): 414 (M-H). Calc'd. for C<sub>24</sub>H<sub>25</sub>N<sub>5</sub>O<sub>2</sub> - 415.2.

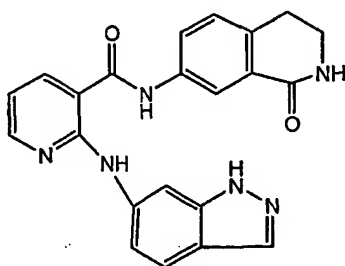
Example 26



200

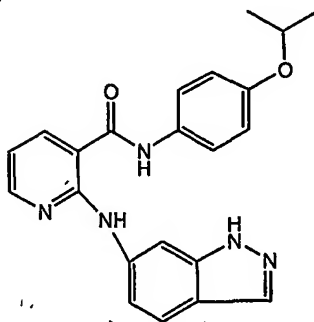
[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{6-[4-(trifluoromethyl)piperidyl](3-pyridyl)}carboxamide

MS (ES<sup>+</sup>): 482 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 480 (M-H). Calc'd. for C<sub>24</sub>H<sub>22</sub>F<sub>3</sub>N<sub>7</sub>O - 481.2.

Example 27

2-(1H-Indazol-6-ylamino)-N-(1-oxo-1,2,3,4-tetrahydro-isoquinolin-7-yl)-nicotinamide

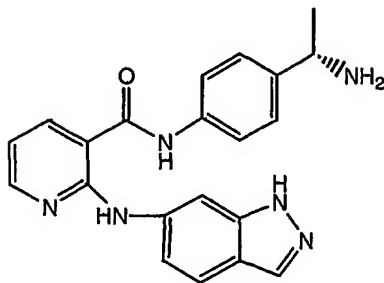
MS (ES<sup>+</sup>): 399 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 397 (M-H). Calc'd. C<sub>22</sub>H<sub>18</sub>N<sub>6</sub>O<sub>2</sub> - 398.1.

Example 28

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylethoxy)phenyl]carboxamide

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MS (ES<sup>+</sup>): 388 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 386 (M-H). Calc'd. for C<sub>22</sub>H<sub>21</sub>N<sub>5</sub>O<sub>2</sub>  
- 387.2.

Example 29

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-[2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl]phenyl)carboxamide

Step A: Preparation of [1-(4-amino-phenyl)-ethyl]carbamic acid tert-butyl ester

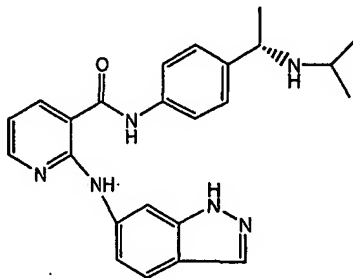
A mixture of 1-(S)-1-(4-nitrophenyl)ethylamine hydrochloride (2 g) and Boc<sub>2</sub>O (2.6 g) and NaHCO<sub>3</sub> (3 g) in MeOH/H<sub>2</sub>O (1:1, 200 ml) was stirred at RT overnight. The reaction was extracted with EtOAc twice then washed with water followed by brine. The organic layer was dried with Na<sub>2</sub>SO<sub>4</sub> and evaporated under reduced pressure to give the protected nitrophenyl ethylamine. Boc-1-(S)-1-(4-nitrophenyl)ethylamine (1 g) was hydrogenated at H<sub>2</sub> atmosphere in the presence of Pd/C (200 mg) to give Boc protected aniline (0.8 g). The intermediate was deprotected with 4N HCl/dioxane to give the title compound as the HCl salt.

Step B: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-(4-[2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl]phenyl)carboxamide



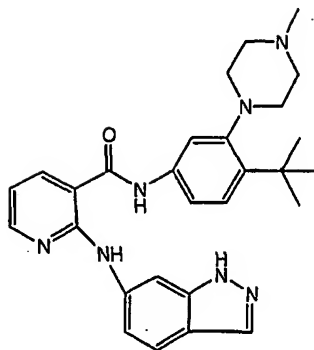
202

The title compound was prepared from [1-(4-amino-phenyl)ethyl]carbamic acid tert-butyl ester (Step A) similar to the method described in Example 24. MS (ES+): 373 (M+H)<sup>+</sup>; (ES-): 371 (M-H). Calc'd. for C<sub>21</sub>H<sub>20</sub>N<sub>6</sub>O - 372.2.

**Example 30**

**N-(4-((1S)-1-[(Methylethyl)amino]ethyl)phenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

A mixture of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-(4-[2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)-ethyl]phenyl)carboxamide (100 mg, Example 29), NaBH(OAc)<sub>3</sub> (2 eq), acetone (5 ml) and AcOH (0.2 ml) in CH<sub>2</sub>Cl<sub>2</sub> was stirred at RT for 4 h. The solvent was evaporated and the residue was purified by prep-HPLC to give the title compound as TFA salt. MS (ES+): 415 (M+H)<sup>+</sup>; (ES-): 413 (M-H). Calc'd. for C<sub>24</sub>H<sub>26</sub>N<sub>6</sub>O - 414.2.

Example 31

N-[4-(tert-Butyl)-3-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

Step A: Preparation of 1-[2-(tert-butyl)-5-aminophenyl]-4-methylpiperazine

A mixture of 2-t-butylaniline (5.4 g) and methylchloroethylamine hydrochloride (7 g) and  $K_2CO_3$  (5 g) in NaI (2 g) in diglyme (150 ml) was heated at 170°C for 8 h. The reaction was filtered and the filtrate was evaporated under high vacuum. The residue was mixed with EtOAc (200 ml) and  $H_2O$  (200 ml) and extracted with EtOAc twice. The combined organic layer was washed with brine and dried over  $Na_2SO_4$  and evaporated to give crude 1-[2-(tert-butylphenyl)]-4-methylpiperazine. The crude 1-[2-(tert-butylphenyl)]-4-methylpiperazine (260 mg) was stirred with  $H_2SO_4$  (3 ml) at 0°C and  $HNO_3$  (1.2 ml, 70%) was slowly added to the reaction. The reaction was warmed to RT, stirred for 30 min, poured on ice and basified with  $K_2CO_3$  slowly. The solution was extracted with EtOAc three times, washed with  $H_2O$ , followed by brine, dried over  $Na_2SO_4$  and evaporated under reduced pressure. The residue was purified by column chromatography to give 1-[2-(tert-butyl)-5-nitrophenyl]-4-methylpiperazine

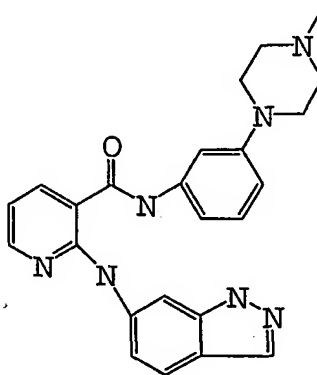
204

(260 mg), which was hydrogenated under  $H_2$  atmosphere to give 1-[2-(tert-butyl)-5-aminophenyl]-4-methylpiperazine.

**Step B: Preparation of N-[4-(tert-butyl)-3-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

The title compound was prepared from 1-[2-(tert-butyl)-5-aminophenyl]-4-methylpiperazine (Step A) similar to the method described in Example 24. MS (ES<sup>+</sup>): 484 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 482 (M-H). Calc'd.  $C_{28}H_{33}N_7O$  - 483.3.

**Example 32**



**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(4-methylpiperazinyl)phenyl]carboxamide**

**Step A: Preparation of 1-(5-aminophenyl)-4-methylpiperazine**

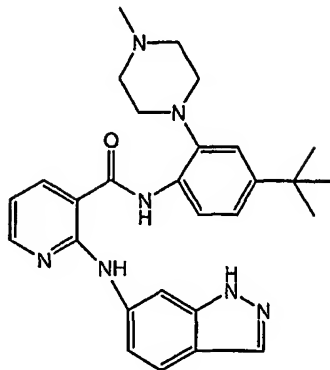
The intermediate was analogously synthesized from 3-nitroaniline by the method described in Example 31, Step A.

**Step B: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[3-(4-methylpiperazinyl)phenyl]carboxamide**

The title compound was prepared from 1-(5-amino-phenyl)-4-methylpiperazine (Step A) similar to the method

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described in Example 24. MS (ES<sup>+</sup>): 428 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 426 (M-H). Calc'd. C<sub>24</sub>H<sub>25</sub>N<sub>7</sub>O - 427.2.

**Example 33**

**N-[4-(tert-Butyl)-2-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

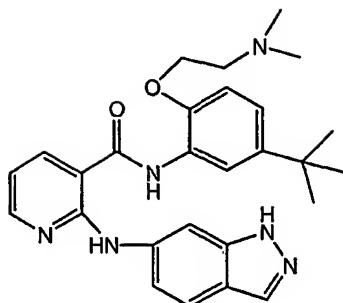
**Step A: Preparation of 4-(tert-butyl)-2-(4-methylpiperazinyl)phenylamine**

A mixture of 1-(tert-butyl)-2-bromo-4-nitrobenzene (3 g) and N-methylpiperazine (8 g) was heated neat at 130°C for 4 h. The residue was purified by column chromatography to give 1-[4-bromo-5-(tert-butyl)-2-nitrophenyl]-4-methylpiperazine, which was hydrogenated to furnish 4-(tert-butyl)-2-(4-methylpiperazinyl)-phenylamine.

**Step B: Preparation of N-[4-(tert-butyl)-2-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

The title compound was prepared from 4-(tert-butyl)-2-(4-methylpiperazinyl)phenylamine (Step A) similar to the method described in Example 24. MS (ES<sup>+</sup>): 484 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 482 (M-H). Calc'd. C<sub>28</sub>H<sub>33</sub>N<sub>7</sub>O - 483.3.

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Example 34

**N-{2-[2-(Dimethylamino)ethoxy]-5-(tert-butyl)phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

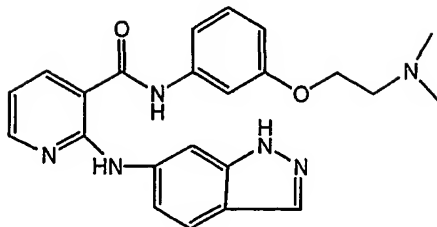
**Step A: Preparation of {2-[4-(tert-butyl)-2-aminophenoxy]ethyl}dimethylamine**

DEAD (2.6 ml) was added to a mixture of 2-nitro-4-tert-butylphenol (2 g) and N,N-dimethylethanolamine (1.3 g) and  $\text{Ph}_3\text{P}$  (4 g) in THF (50 ml). The reaction was stirred at RT for 1 h, diluted with EtOAc (50 ml) and washed with 1 N HCl twice. The aqueous layer was basified with  $\text{NaHCO}_3$ , extracted with EtOAc twice and washed with  $\text{H}_2\text{O}$  and brine. The organic layer was dried over  $\text{Na}_2\text{SO}_4$  and evaporated to give {2-[4-(tert-butyl)-2-nitrophenoxy]ethyl}-dimethylamine. It was hydrogenated under  $\text{H}_2$  atmosphere to give {2-[4-(tert-butyl)-2-aminophenoxy]ethyl}-dimethylamine.

**Step B: Preparation of N-{2-[2-(dimethylamino)ethoxy]-5-(tert-butyl)phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

The title compound was prepared from {2-[4-(tert-butyl)-2-aminophenoxy]ethyl}dimethylamine (Step A) similar to the method described in Example 24. MS (ES<sup>+</sup>): 473 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 471 (M-H). Calc'd. for  $\text{C}_{27}\text{H}_{32}\text{N}_6\text{O}_2$  -472.3.

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Example 35

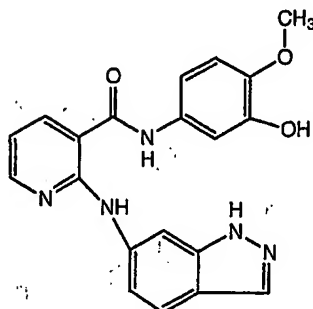
N-{3-[2-(Dimethylamino)ethoxy]phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

Step A: Preparation of [2-(2-aminophenoxy)ethyl]-dimethylamine

The intermediate was synthesized from 2-nitrophenol similar to the method described in Example 34, Step A.

Step B: Preparation of N-{3-[2-(Dimethylamino)ethoxy]phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

The title compound was prepared from [2-(2-aminophenoxy)ethyl]dimethylamine (Step A) similar to the method described in Example 24. MS (ES<sup>+</sup>): 417 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 415 (M-H). Calc'd. for C<sub>23</sub>H<sub>24</sub>N<sub>6</sub>O<sub>2</sub> - 416.2.

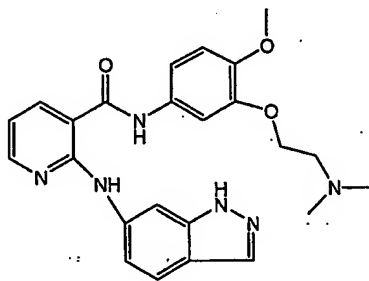
Example 36

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N-(3-Hydroxy-4-methoxyphenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS (ES+): 376 (M+H)<sup>+</sup>; (ES-): 374 (M-H). Calc'd. for C<sub>20</sub>H<sub>17</sub>N<sub>5</sub>O<sub>3</sub>  
- 375.1.

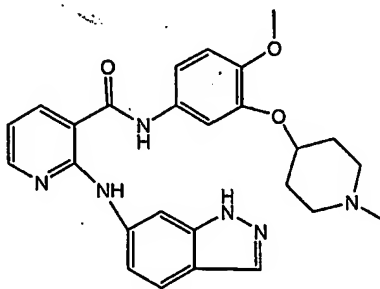
Example 37



N-(3-[2-(Dimethylamino)ethoxy]-4-methoxyphenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

The title compound was prepared from N-(3-hydroxy-4-methoxyphenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide (Example 36) by a method similar to that described in Example 34. MS (ES+): 447 (M+H)<sup>+</sup>; (ES-): 445 (M-H). Calc'd. for C<sub>24</sub>H<sub>26</sub>N<sub>6</sub>O<sub>3</sub> - 446.2.

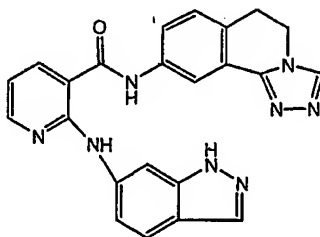
Example 38



**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-methoxy-3-(1-methyl(4-piperidyl)oxy)phenyl]carboxamide**

The title compound was prepared from N-(3-hydroxy-4-methoxyphenyl) [2-(1H-indazol-6-ylamino)(3-pyridyl)]-carboxamide (Example 36) by a method similar to that described in Example 34 using 4-hydroxy-N-methylpiperidine. MS (ES<sup>+</sup>): 473 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 471 (M-H). Calc'd. for C<sub>26</sub>H<sub>28</sub>N<sub>6</sub>O<sub>3</sub> - 472.2.

**Example 39**



**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolin-2-yl)carboxamide**

**Step A: Preparation of 2-amino-5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinoline**

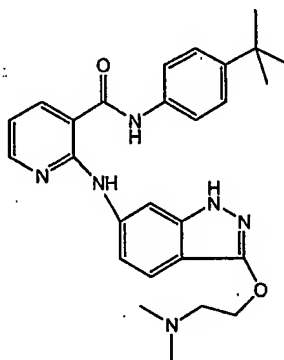
7-Nitro-2,3,4-trihydroisoquinolin-1-one (500 mg) was heated in POCl<sub>3</sub> (10 ml) to reflux for 8 h. The mixture was evaporated, mixed with toluene and evaporated again. The residue was dissolved in THF, H<sub>2</sub>NNH<sub>2</sub> (1 ml) was slowly added to the reaction and stirred for 2 h. The reaction was evaporated, heated with HC(OEt)<sub>3</sub> (15 ml) at 115°C for 2 h, extracted with EtOAc and hydrogenated to give 2-amino-5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinoline.



**Step B: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-(5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolin-2-yl)carboxamide**

The title compound was prepared from 2-amino-5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinoline (Step A) similar to the method described in Example 24. MS (ES<sup>+</sup>): 473 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 471 (M-H). Calc'd. for C<sub>23</sub>H<sub>18</sub>N<sub>8</sub>O - 422.2.

**Example 40**



**[2-({3-[2-(Dimethylamino)ethoxy](1H-indazol-6-yl)}amino)(3-pyridyl)]-N-[4-(tert-butyl)phenyl]carboxamide**

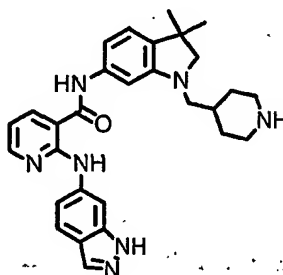
**Step A: Preparation of 6-nitro-1-Boc-2-hydroindazol-3-one**

A mixture of 6-nitro-1H-2-hydroindazol-3-one (1.8 g) and Boc<sub>2</sub>O (3 g) and DMAP (300 mg) in CH<sub>2</sub>Cl<sub>2</sub> (30 ml) was stirred at RT overnight. The reaction was washed with water followed by brine. The organic layer was dried with Na<sub>2</sub>SO<sub>4</sub> and evaporated under reduced pressure to give Boc-protected indazole.

**Step B: Preparation of [2-({3-[2-(dimethylamino)ethoxy](1H-indazol-6-yl)}amino)(3-pyridyl)]-N-[4-(tert-butyl)phenyl]carboxamide**

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To a mixture of 6-nitro-1-Boc-2-hydroindazol-3-one (800 mg, Step A) and N,N-dimethylethanolamine (400 mg) and PPh<sub>3</sub> (1.1 g) in THF (20 ml) was added DEAD (0.75 ml). The reaction was stirred at RT for 2 h, diluted with EtOAc (50 ml) and washed with H<sub>2</sub>O and brine. The organic layer was dried over Na<sub>2</sub>SO<sub>4</sub>, evaporated and the residue was purified by column chromatography to give dimethyl[2-(6-nitro(1-Boc-indazol-3-yloxy))ethyl]amine. It was hydrogenated in an H<sub>2</sub> atmosphere in the presence of Pd/C (100 mg) to give dimethyl[2-(6-amino-(1-Boc-indazol-3-yloxy))ethyl]amine. This compound (40 mg) and 2-chloronicotinic acid were heated at 130°C in pentanol overnight and coupled and deprotected simultaneously. The solvent was evaporated and the residue was used for coupling to give the title compound. MS (ES<sup>+</sup>): 473 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 471 (M-H). Calc'd. for C<sub>27</sub>H<sub>32</sub>N<sub>6</sub>O<sub>2</sub> - 472.3.

**Example 41**

**N-[3,3-Dimethyl-1-(4-piperidylmethyl)indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

**Step A: Preparation of tert-butyl 4-[(6-nitro-3,3-dimethylindolinyl)methyl]piperidinecarboxylate**

3,3-Dimethyl-6-nitroindoline (450 mg) was dissolved in 20 mL of dichloroethane, N-boc-4-formylpiperidine (750 mg) was added to the mixture, followed by 2 g NaHB(OAc)<sub>3</sub> and 1 mL of glacial AcOH. The mixture was stirred at RT

overnight. Saturated  $\text{NaHCO}_3$  solution (20 mL) was added to the reaction mixture and stirred for 1 h. The resulting mixture was separated by separation funnel, the organic layer was extracted once with saturated  $\text{NaHCO}_3$  solution and once with brine. The resulting organic layer was dried over  $\text{MgSO}_4$ , filtered and concentrated in vacuo. The crude material was purified by flash chromatography on silica gel with 9:1 Hexane:EtOAc to afford an orange oil. MS: 290 (M-99). Calc'd. for  $\text{C}_{21}\text{H}_{31}\text{N}_3\text{O}_4$  - 389.5.

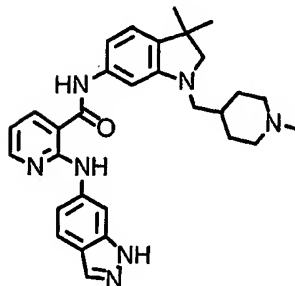
**Step B: Preparation of 3,3-dimethyl-1-piperidin-4-ylmethyl-2,3-dihydro-1H-indol-6-ylamine**

tert-Butyl 4-[(6-nitro-3,3-dimethylindolinyl)-methyl]piperidinecarboxylate (Step A, 900 mg) was dissolved in 10 mL MeOH, the mixture was bubbled with  $\text{H}_2$  for 10 min. 10% Pd/C (30 mg) was added and the mixture was stirred under  $\text{H}_2$  overnight. The mixture was filtered through Celite® and concentrated in vacuo. The crude material was purified by flash chromatography on silica gel with 1:1 Hexane:EtOAc to afford a colorless oil. MS: 360 (M+1). Calc'd. for  $\text{C}_{21}\text{H}_{33}\text{N}_3\text{O}_2$  - 359.5.

**Step C: Preparation of N-[3,3-dimethyl-1-(4-piperidylmethyl)indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

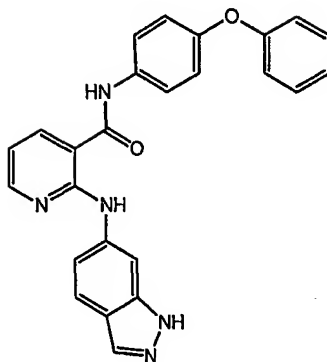
The title compound was prepared from 3,3-dimethyl-1-piperidin-4-ylmethyl-2,3-dihydro-1H-indol-6-ylamine (Step B) similar to the method described in Example 24. MS: 496 (M+1). Calc'd. for  $\text{C}_{29}\text{H}_{33}\text{N}_7\text{O}$ -495.6.

### Example 42



N-[3,3-Dimethyl-1-(1-methyl-piperidin-4-ylmethyl)-2,3-dihydro-1H-indol-6-yl]-2-(1H-indazol-6-ylamino)-nicotinamide

N-[3,3-Dimethyl-1-(4-piperidylmethyl)indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide (140 mg, Example 41) was dissolved in 10 mL EtOH. Formaldehyde (10 mL, 37%) was added, followed by 100 mg of NaCNBH<sub>3</sub>. The mixture was stirred at RT overnight, and concentrated in vacuo. The crude was extracted between saturated NaHCO<sub>3</sub> solution and EtOAc, the resulting organic layer was dried over MgSO<sub>4</sub>, filtered and concentrated in vacuo to afford a yellow solid. This material was further purified by preparative HPLC to yield a white solid. MS: 510 (M+1). Calc'd. for C<sub>30</sub>H<sub>35</sub>N<sub>7</sub>O - 509.6.

Example 43**2-(1H-Indazol-6-ylamino)-N-(4-phenoxy-phenyl)-nicotinamide****Step A: Preparation of (2-chloro-(3-pyridyl))-N-(4-phenoxyphenyl)carboxamide:**

2-Chloronicotinoyl chloride (9.15 g, 0.052 mol) was added to a stirred solution of 4-phenoxyaniline (10.00 g, 0.054 mol) and DIEA (10.00 ml, 0.057 mol) in  $\text{CH}_2\text{Cl}_2$  (100 ml) at RT. The mixture stirred for 48 h before removal of solvent under reduced pressure. The resulting residue was dissolved EtOAc and washed several times with saturated  $\text{NaHCO}_3$  aqueous solution and brine, respectively. The organic layer was dried over  $\text{Na}_2\text{SO}_4$  and evaporated to leave a solid. This material was re-crystallized from EtOAc/Hexane mixture, followed by filtration and rinsing with  $\text{Et}_2\text{O}$  to leave the desired compound as a white solid. MS m/z: 325 (M+1); 323 (M-1)

**Step B: Preparation of [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-phenoxyphenyl)carboxamide:**

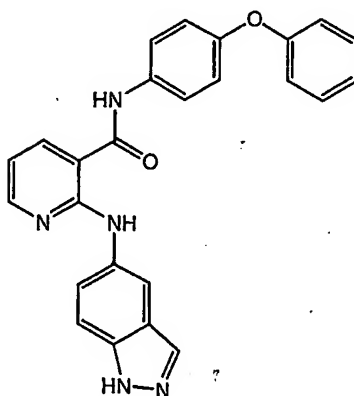
The title compound was analogously synthesized by the method described in Example 5 from (2-chloro-(3-pyridyl))-N-

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(4-phenoxyphenyl)carboxamide (Step A). MS: (ES+) 422 (M + 1)<sup>+</sup>; (ES-): 420 (M - 1)<sup>-</sup>. Calc'd. for C<sub>25</sub>H<sub>19</sub>N<sub>5</sub>O<sub>2</sub> - 421.1.

The following compounds (Examples 44-63) were analogously synthesized by the method described in Example 43. Detailed intermediate preparations are described.

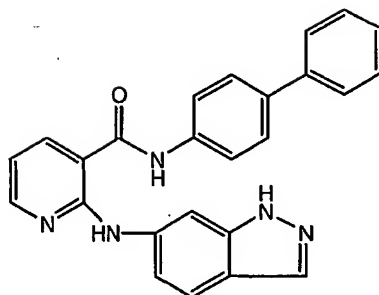
Example 44



[2-(1H-Indazol-5-ylamino)(3-pyridyl)]-N-(4-phenoxyphenyl)carboxamide

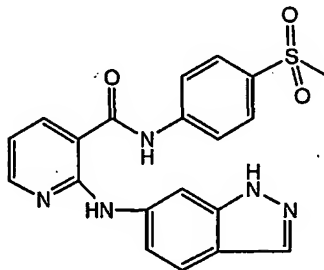
MS: (ES+) 422 (M + 1)<sup>+</sup>; (ES-): 420 (M - 1)<sup>-</sup>. Calc'd. for C<sub>25</sub>H<sub>19</sub>N<sub>5</sub>O<sub>2</sub> - 421.1.

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Example 45

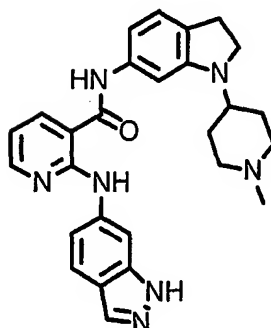
**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-phenylphenyl)carboxamide**

MS: (ES+) 406 (M + 1)<sup>+</sup>; (ES-): 404 (M - 1)<sup>-</sup>. Calc'd.  
for C<sub>25</sub>H<sub>19</sub>N<sub>5</sub>O - 405.2.

Example 46

**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylsulfonyl)phenyl]carboxamide**

MS: (ES+) 408 (M + 1)<sup>+</sup>; (ES-): 406 (M - 1)<sup>-</sup>. Calc'd.  
for C<sub>20</sub>H<sub>17</sub>N<sub>5</sub>O<sub>3</sub>S - 407.1.

Example 47

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[1-(1-methyl(4-piperidyl))indolin-6-yl]carboxamide

Step A: Preparation of 1-(1-methyl(4-piperidyl))-6-nitroindoline

6-Nitroindoline (5 g) was dissolved in 200 mL of dichloroethane. N-Methyl-4-piperidone (5 g) was added to the mixture, followed by NaHB(OAc)<sub>3</sub> (12 g) and 1 mL of glacial AcOH. The mixture was stirred at RT overnight. A saturated NaHCO<sub>3</sub> (200 mL) solution was added to the reaction mixture and stirred for 1 h. The resulting mixture was separated by separation funnel. The organic layer was extracted once with saturated NaHCO<sub>3</sub> solution and once with brine. The resulting organic layer was dried over MgSO<sub>4</sub>, filtered and concentrated in vacuo. The crude material was purified by flash chromatography on silica gel with 2:1 EtOAc:MeOH to afford orange oil. MS: 262 (M+1). Calc'd. for C<sub>14</sub>H<sub>19</sub>N<sub>3</sub>O<sub>2</sub> - 261.3.

Step B: Preparation of 1-(1-methyl-4-piperidyl)indoline-6-ylamine



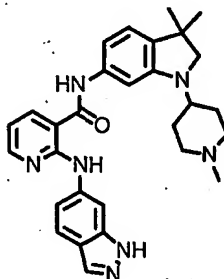
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1-(1-Methyl(4-piperidyl))-6-nitroindoline (3 g, Step A) was dissolved in 100 mL MeOH and the mixture was bubbled with  $H_2$  for 10 min. 10% Pd/C (200 mg) was added and the mixture was stirred under  $H_2$  overnight. The mixture was filtered through Celite® and concentrated in vacuo to afford light yellow oil. MS: 232 (M+1). Calc'd. for  $C_{14}H_{21}N_3$  - 231.3.

**Step C: Preparation of [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[1-(1-methyl(4-piperidyl))indolin-6-yl]carboxamide**

The title compound was analogously synthesized by the method described in Example 43 from 1-(1-methyl-4-piperidyl)indoline-6-ylamine (Step B). MS: 468 (M+1). Calc'd. for  $C_{27}H_{29}N_7O$  - 467.6.

**Example 48**



**N-[3,3-Dimethyl-1-(1-methyl(4-piperidyl))indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

**Step A: Preparation of N-(2-bromo-5-nitrophenyl)acetamide**

2-Bromo-5-nitroaniline (10 g) was dissolved in  $CH_2Cl_2$  (500 mL), DIEA (6.6 g) was added to the mixture, followed by 100 mg of DMAP. The mixture was cooled to 0°C in ice bath. Acetyl chloride (4 g in 50 mL  $CH_2Cl_2$ ) was added dropwise to the reaction mixture. After the mixture was stirred at RT over 3 h, and extracted once with saturated  $NaHCO_3$  solution

and once with brine. The resulting organic layer was dried over  $\text{MgSO}_4$ , filtered and concentrated in vacuo. The crude material was purified by flash chromatography on silica gel with 1:1 EtOAc:Hexane to 100% EtOAc to afford a white solid. MS: 258 (M-1). Calc'd. for  $\text{C}_8\text{H}_7\text{BrN}_2\text{O}_3$  - 259.1.

**Step B: Preparation of N-(2-bromo-5-nitrophenyl)-N-(2-methylprop-2-enyl)acetamide**

A suspension of NaH (2 g) (95% powder) in 100 mL anhydrous DMF was cooled to  $-78^\circ\text{C}$ , and N-(2-bromo-5-nitrophenyl)acetamide (Step A, 7 g) in 50 mL dry DMF was added to the mixture under  $\text{N}_2$ . After the mixture was warmed to  $0^\circ\text{C}$ , 3-bromo-2-methylpropene (7.3 g in 20 dry DMF) was added to the mixture. The mixture was stirred at RT overnight. The mixture was poured into a container of ice and extracted between saturated  $\text{NaHCO}_3$  solution and EtOAc. The resulting organic layer was dried over  $\text{MgSO}_4$ , filtered and concentrated in vacuo. The crude material was purified by flash chromatography on silica gel with 7:2 Hexane:EtOAc to afford a yellow gum. MS: 314 (M+1). Calc'd. for  $\text{C}_{12}\text{H}_{13}\text{BrN}_2\text{O}_3$  - 313.1.

**Step C: Preparation of 1-(3,3-dimethyl-6-nitro-2,3-dihydro-indol-1-yl)ethanone**

N-(2-Bromo-5-nitrophenyl)-N-(2-methylprop-2-enyl)acetamide (4.5 g, Step B) was dissolved in 50 mL anhydrous DMF, 2.5 g tetraethyl-ammonium chloride, 1.2 g sodium formate, 3 g sodium acetate were added, the resulting mixture was bubbled with nitrogen gas for 10 minutes.  $\text{Pd}(\text{OAc})_2$  (350 mg) was added and the mixture was heated at  $80^\circ\text{C}$  under  $\text{N}_2$  overnight. After the mixture was concentrated in vacuo, it was extracted between saturated  $\text{NaHCO}_3$  solution and EtOAc, the resulting organic layer was dried over  $\text{MgSO}_4$ , filtered and concentrated in vacuo. The crude material was

purified by flash chromatography on silica gel with 2:1 Hexane:EtOAc to afford a yellow gum. MS: 235 (M+1). Calc'd. for  $C_{12}H_{14}N_2O_3$  - 234.2.

**Step D: Preparation of 3,3-dimethyl-6-nitroindoline**

1-(3,3-Dimethyl-6-nitro-2,3-dihydro-indol-1-yl)ethanone (Step C, 1.8 g) was dissolved in 50 mL EtOH, 50 mL 12N HCl was added and the resulting mixture was heated at 70°C overnight. After the mixture was concentrated in vacuo, it was extracted between saturated  $NaHCO_3$  solution and EtOAc. The resulting organic layer was dried over  $MgSO_4$ , filtered and concentrated in vacuo to afford a yellow solid. MS: 193 (M+1). Calc'd. for  $C_{10}H_{12}N_2O_2$  - 192.2.

**Step E: Preparation of 3,3-dimethyl-1-(4-methyl-piperazin-1-yl)-6-nitro-2,3-dihydro-1H-indole**

3,3-Dimethyl-6-nitroindoline (0.8 g Step D) was dissolved in 50 mL of dichloroethane, N-methyl-4-piperidone (1 g) was added to the mixture, followed by 2.5 g  $NaHB(OAc)_3$  and 1 mL of glacial AcOH. The mixture was stirred at RT overnight. Saturated  $NaHCO_3$  solution (50 mL) was added to the mixture and stirred for 1 h. The resulting mixture was separated by separation funnel, the organic layer was extracted once with saturated  $NaHCO_3$  solution and once with brine, the resulting organic layer was dried over  $MgSO_4$ , filtered and concentrated in vacuo. The crude material was purified by flash chromatography on silica gel with 9:1 EtOAc:MeOH to afford an orange oil. MS: 290 (M+1). Calc'd. for  $C_{16}H_{23}N_3O_2$  - 289.4.

**Step F Preparation of 3,3-dimethyl-1-(1-methyl(4-piperidyl))indoline-6-ylamine**

3,3-Dimethyl-1-(4-methyl-piperazin-1-yl)-6-nitro-2,3-dihydro-1H-indole (Step E, 600 mg) was dissolved in 20 mL

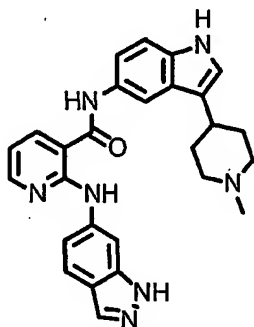
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MeOH, the mixture was bubbled with H<sub>2</sub> for 10 min. 10% Pd/C (100 mg) was added and the mixture was stirred under H<sub>2</sub>. The mixture was filtered through Celite® and concentrated in vacuo to afford an oil. MS: 260 (M+1). Calc'd. for C<sub>16</sub>H<sub>25</sub>N<sub>3</sub> - 259.4.

**Step G Preparation of N-[3,3-dimethyl-1-(1-methyl(4-piperidyl))indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

The title compound was analogously synthesized by the method described in Example 43 from 3,3-dimethyl-1-(1-methyl(4-piperidyl))indoline-6-ylamine (Step F). MS: 496 (M+1). Calc'd. for C<sub>29</sub>H<sub>33</sub>N<sub>7</sub>O - 495.6.

**Example 49**



**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(1-methyl(4-piperidyl))indol-5-yl]carboxamide**

**Step A: Preparation of 3-(1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl)-5-nitro-1H-indole**

5-Nitroindole (2.6 g) was dissolved in 100 mL anhydrous MeOH, followed by 5 g N-methyl-4-piperidone and NaOMe (5 g) powder. The mixture was heated to reflux under N<sub>2</sub> overnight. The mixture was concentrated in vacuo, and was extracted between saturated NaHCO<sub>3</sub> solution and EtOAc.

The resulting organic layer was dried over  $\text{MgSO}_4$ , filtered and concentrated in vacuo to afford a yellow solid. This solid was washed with 5 mL EtOAc and 2 mL MeOH to afford a bright yellow solid. MS: 258 (M+1). Calc'd. for  $\text{C}_{14}\text{H}_{15}\text{N}_3\text{O}_2$  - 257.29.

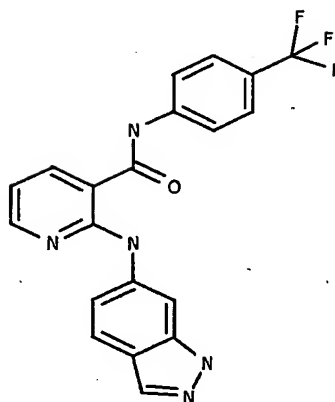
**Step B: Preparation of 3-(1-methyl-4-piperidyl)indole-5-ylamine:**

3-(1-Methyl-1,2,3,6-tetrahydro-pyridin-4-yl)-5-nitro-1H-indole (2.7 g, Step A) was dissolved in 50 mL MeOH, the mixture was bubbled with  $\text{H}_2$  for 10 min. 10% Pd/C (150 mg) was added and the mixture was stirred under  $\text{H}_2$  overnight. The mixture was then filtered through Celite® and concentrated in vacuo to afford a yellow oil (1.6 g). MS: 230 (M+1). Calc'd. for  $\text{C}_{14}\text{H}_{19}\text{N}_3$  - 229.3.

**Step C: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[3-(1-methyl(4-piperidyl))indol-5-yl]carboxamide**

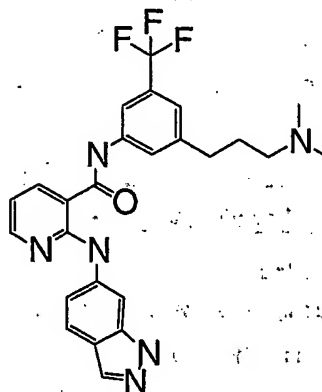
The title compound was analogously synthesized by the method described in Example 43 from 3-(1-methyl-4-piperidyl)indole-5-ylamine (Step B). MS: 466 (M+1). Calc'd. for  $\text{C}_{27}\text{H}_{27}\text{N}_7\text{O}$  - 465.6.

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Example 50

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(trifluoromethyl)phenyl]carboxamide

MS (ES<sup>+</sup>): 513 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 511. Calc'd C<sub>20</sub>H<sub>14</sub>F<sub>3</sub>N<sub>5</sub>O - 397.4.

Example 51

N-{3-[3-(Dimethylamino)propyl]-5-(trifluoromethyl)phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

**Step A: Preparation of {3-[3-amino-5-(trifluoromethyl)phenyl]propynyl}dimethylamine**

A mixture of 3-bromo-5-trifluoromethylaniline (1.4 g, 5.9 mmol), 1-dimethylamino-2-propyne (1.3 mL, 0.76 mmol),  $\text{PdCl}_2(\text{PPh}_3)_2$  (0.26 g, 0.29 mmol) and CuI (114 mg, 0.60 mmol) in 10 mL of TEA was heated at 100°C in a sealed tube for 3 h. The resulting mixture was filtered over Celite®. The filtrate was concentrated, and the residue was purified by prep-HPLC (reverse phase) to give the aniline. MS (ES+): 243 (M+H)<sup>+</sup>; (ES-): 241 (M-H)<sup>-</sup>. Calc'd  $\text{C}_{12}\text{H}_{13}\text{F}_3\text{N}_2$  - 242.24.

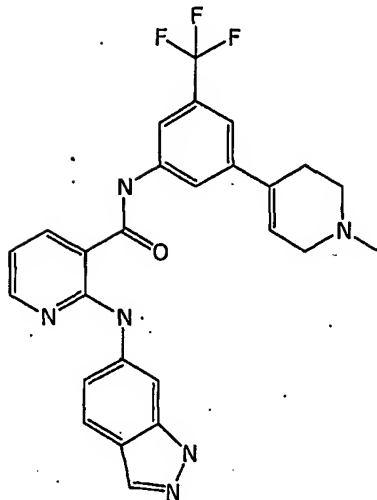
**Step B: Preparation of {3-[3-amino-5-(trifluoromethyl)phenyl]propyl}dimethylamine**

A mixture of {3-[3-amino-5-(trifluoromethyl)phenyl]propyl}dimethylamine (7 g, 29 mmol, Step A) and  $\text{Pd}(\text{OH})_2$  (0.5 g) in 250 mL of MeOH was stirred under 50 psi  $\text{H}_2$ . After 2 h, the resulting mixture was filtered over Celite®. The filtrate was concentrated, and the residue was diluted with aq. 1N HCl. The aq. layer was washed with  $\text{Et}_2\text{O}$ , made basic with aq. 5N NaOH, and extracted with  $\text{CH}_2\text{Cl}_2$ . The organic solution was dried over  $\text{Na}_2\text{SO}_4$  and concentrated to give the titled intermediate. MS (ES+): 386 (M+H)<sup>+</sup>; (ES-): 384 (M-H)<sup>-</sup>. Calc'd  $\text{C}_{18}\text{H}_{19}\text{ClF}_3\text{N}_3\text{O}$  - 385.8.

**Step C: Preparation of N-{3-[3-(Dimethylamino)propyl]-5-(trifluoromethyl)phenyl}[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

The title compound was analogously synthesized by the method described in Example 43 from {3-[3-amino-5-(trifluoromethyl)phenyl]propyl}dimethylamine (Step B). MS (ES+): 483 (M+H)<sup>+</sup>; (ES-): 481 (M-H)<sup>-</sup>. Calc'd  $\text{C}_{25}\text{H}_{25}\text{F}_3\text{N}_6\text{O}$  - 482.5.

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Example 52

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[5-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-3-(trifluoromethyl)phenyl]carboxamide

Step A: Preparation of 4,4,5,5-tetramethyl-2-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-1,3,2-dioxaborolane

To a solution of LiHMDS (25 mL, 25 mmol, 1.0 M in THF) in 35 mL of THF was added 1-methyl-4-piperidinone (3.0 mL, 25 mmol) at -78°C. The resulting solution was stirred for 2 h, then  $\text{Ti}_2\text{NPh}$  (8.9 g, 25 mmol) was added. The resulting solution was warmed to RT and stirred for 2 h. The mixture was concentrated, and the residue was purified by alumina (neutral) chromatography to give 1-methyl-4-(1,2,5,6-tetrahydro)pyridyl-(trifluoromethyl) sulfonate. A mixture of above triflate (5.0 g, 20 mmol), bis(pinacolato)diboron (5.6 g, 22 mmol), potassium acetate (6.5 g, 66 mmol),  $\text{PdCl}_2\text{dppf}$  (0.44g, 0.6mmol), and  $(\text{dppf})_2$  (0.33g, 0.6 mmol) in 60 mL of dioxane was heated at 80°C for 4 h. The resulting mixture was cooled to RT, diluted with  $\text{Et}_2\text{O}$  (150 mL). The ethereal solution was washed with  $\text{H}_2\text{O}$  followed by brine. The organic



layer dried over  $\text{Na}_2\text{SO}_4$ , concentrated, and recrystallized in hexane- $\text{Et}_2\text{O}$  to give the title intermediate.

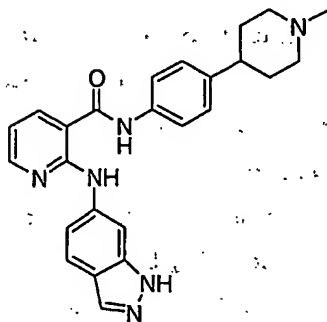
**Step B: Preparation of 5-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-3-(trifluoro-methyl)phenylamine**

To a mixture of 4,4,5,5-tetramethyl-2-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-1,3,2-dioxaborolane (1.0 g, 4.4 mmol, Step A),  $\text{PdCl}_2\text{pddf}$  (0.16 g, 0.2 mmol) and  $\text{K}_2\text{CO}_3$  (1.8 g, 13.2 mmol) and 3-amino-5-bromobenzotrifluoride (0.8 g, 3.3 mmol) in DMF (25 mL) was heated at  $80^\circ\text{C}$  for 16 h. The resulting mixture was diluted with  $\text{EtOAc}$ , washed with  $\text{H}_2\text{O}$ , dried over  $\text{Na}_2\text{SO}_4$ , and concentrated. The residue was purified by  $\text{SiO}_2$  chromatography to give the title intermediate. MS (ES<sup>+</sup>): 257 (M+H)<sup>+</sup>. Calc'd  $\text{C}_{13}\text{H}_{15}\text{F}_3\text{N}_2$  - 256.3.

**Step C: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[5-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-3-(trifluoromethyl)phenyl]carboxamide**

The title compound was analogously synthesized by the method described in Example 43 from 5-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-3-(trifluoro-methyl)phenylamine (Step B). MS (ES<sup>+</sup>): 493 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 491. Calc'd  $\text{C}_{26}\text{H}_{23}\text{F}_3\text{N}_6\text{O}$  - 492.5.

**Example 53**



**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(1-methyl(4-piperidyl))phenyl]carboxamide**

**Step A: Preparation of 4-phenylpiperidine**

4-Cyano-4-phenylpiperidine hydrochloride (10.0 g, 45.0 mmol) was combined with KOH pellets and stirred vigorously under Ar at 160°C for 4 h. The reaction mix was cooled to RT and dissolved into toluene (100 ml) and H<sub>2</sub>O (100 ml). After separation of the layers, the aqueous layer was back-extracted two times with toluene. The combined organic layer was dried over Na<sub>2</sub>SO<sub>4</sub>, concentrated in vacuo, and dried under high vacuum, yielding a white solid.

**Step B: Preparation of 1-methyl-4-phenylpiperidine**

To a stirring mixture at ambient temperature of 4-phenylpiperidine (5.24 g, 32.48 mmol, Step A) in CH<sub>3</sub>CN (95 ml) was added a 37% solution of HCHO in H<sub>2</sub>O (13 ml). To this mixture was added NaCNBH<sub>3</sub> (3.27 g, 51.97 mmol). AcOH was added dropwise every 10 min over the next h to maintain the reaction pH near 7. The reaction volume was then reduced in vacuo. The reaction mix was diluted with CH<sub>2</sub>Cl<sub>2</sub> and washed with 2N NaOH and then brine. The crude was concentrated in vacuo and eluted through a silica gel column with 10% MeOH/CH<sub>2</sub>Cl<sub>2</sub>. The 1-methyl-4-phenylpiperidine was concentrated in vacuo, yielding a clear oil.

**Step C: Preparation of 4-(1-methyl-4-piperidyl)phenylamine**

To 1-methyl-4-phenylpiperidine (2.663 g, 15.19 mmol, Step B) was added carefully H<sub>2</sub>SO<sub>4</sub> (15.2 ml). The reaction was cooled in an ice bath and a solution of H<sub>2</sub>SO<sub>4</sub> (1.66 ml) and fuming HNO<sub>3</sub> (0.67 ml, 15.95 mmol) was added dropwise over 45 min. The mix was stirred at 0°C for 3 h then at RT for 1.5 h before being poured over about 90 g ice and basified with 24 g solid NaOH. The mix was extracted with CH<sub>2</sub>Cl<sub>2</sub>. The organic layer was washed with H<sub>2</sub>O, dried over Na<sub>2</sub>SO<sub>4</sub>, and concentrated in vacuo. The crude was eluted on

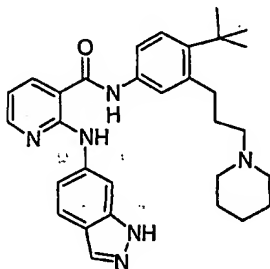
228

a silica gel column with a MeOH/CH<sub>2</sub>Cl<sub>2</sub> gradient to yield 1-methyl-4-(4-nitrophenyl)piperidine which was hydrogenated under H<sub>2</sub> to furnish the title compound.

**Step D: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[4-(1-methyl(4-piperidyl))phenyl]carboxamide**

The title compound was analogously synthesized by the method described in Example 43 from 4-(1-methyl-4-piperidyl)phenylamine (Step C). MS: 427.0 (M+1). Calc'd. for C<sub>25</sub>H<sub>26</sub>N<sub>6</sub>O - 426.5.

**Example 54**



**N-[4-(tert-Butyl)-3-(3-piperidylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

**Step A: Preparation of 1-piperidylprop-2-en-1-one**

To a 0°C solution of acryloyl chloride (4.576 g, 50.558 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (50 ml) was added dropwise and very carefully piperidine (4.305 g, 50.558 mmol). The reaction flask was vented during the exothermic addition. After the addition was completed, the white slurry was stirred at 0°C for 40 min and at RT for 1 h. The reaction was diluted with 70 ml CH<sub>2</sub>Cl<sub>2</sub> and washed first with about 60 ml 2N HCl and then with about 60 ml of a mix of 2N NaOH and brine. The organic layer was dried over Na<sub>2</sub>SO<sub>4</sub>. The solution was evaporated by heating in a water bath at 60°C without

vacuum. Once most solvent had been evaporated off, dried the clear oil under high vacuum at RT for 30 min.

**Step B: Preparation of 1-(tert-butyl)-2-bromo-4-nitrobenzene**

Bromine (17.4 ml) was added dropwise over 40 min to a stirred mixture of 4-tert-butylnitrobenzene (59.5 g, 332 mmol), silver(II)sulfate (56.5 g, 181 mmol), H<sub>2</sub>SO<sub>4</sub> (300 ml), and H<sub>2</sub>O (33 ml) at RT. The mixture was stirred for a further 3 h and then poured into 0.1 M Na<sub>2</sub>S<sub>2</sub>O<sub>5</sub>/H<sub>2</sub>O (1L). The solid was filtered, washed with H<sub>2</sub>O, Et<sub>2</sub>O, and CH<sub>2</sub>Cl<sub>2</sub>. The filtrate layers were separated. The aqueous fraction was extracted with Et<sub>2</sub>O. The combined organic layers were combined, dried over Na<sub>2</sub>SO<sub>4</sub>, and concentrated in *vacuo*. The yellow solid was triturated with hexanes to give a pale yellow crystalline solid:

**Step C: Preparation of (2E)-3-[2-(tert-butyl)-5-nitrophenyl]-1-piperidylprop-2-en-1-one**

1-(tert-Butyl)-2-bromo-4-nitrobenzene (6.885 g, 26.674 mmol, Step B), 1-piperidylprop-2-en-1-one (4.827 g, 34.677 mmol, Step A), and TEA (7.44 ml, 53.35 mmol) were dissolved into toluene (70 ml). To this solution was added Pd(OAc)<sub>2</sub> (60 mg, 0.267 mmol) and Pd(PPh<sub>3</sub>)<sub>4</sub> (617 mg, 0.5335 mmol). The mix was degassed with N<sub>2</sub> and heated in a sealed vessel at 120°C for 15 h. The reaction mixture was cooled to RT, filtered, and concentrated in *vacuo*. The dark crude oil was eluted through a silica gel column with 15% to 22% EtOAc/hexanes gradient system to yield a thick amber oil as the title compound.

**Step D: Preparation of 3-(5-amino-2-tert-butylphenyl)-1-piperidin-1-yl-propenone**

(2E)-3-[2-(tert-Butyl)-5-nitrophenyl]-1-piperidylprop-2-en-1-one (3.22 g, 10.177 mmol, Step C) was dissolved in

dioxane (20 ml) and IpOH (40 ml). To the N<sub>2</sub>-degassed solution was added Pd/C 10% by weight catalyst (2 g). The mix was placed in a Parr hydrogenator and stirred for 18 h under 60 psi H<sub>2</sub>. The reaction was not complete the next day, so the reaction was continued for an additional 20 h with fresh catalyst. The mix was filtered through Celite® and concentrated in vacuo to give a foamy oil.

**Step E: Preparation of 4-(tert-butyl)-3-(3-piperidylpropyl)phenylamine**

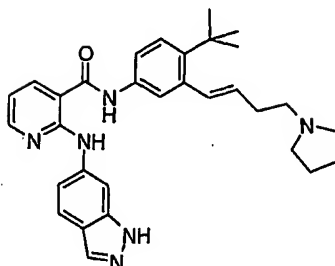
3-(5-Amino-2-tert-butylphenyl)-1-piperidin-1-yl-propenone (2.312 g, 7.619 mmol, from above step) was dissolved in THF (100 ml) at RT. To this solution was added LiAlH<sub>4</sub> (434 mg, 11.43 mmol). After the reaction stopped exotherming, it was heated at reflux at about 80°C for 4 h. The reaction mix was cooled to 0°C and treated by dropwise addition of 0.458 ml H<sub>2</sub>O, 0.730 ml 10% aqueous NaOH, and 1.19 ml H<sub>2</sub>O, respectively. The mix was stirred at RT for 1 h. After 40 min about 3 g of Na<sub>2</sub>SO<sub>4</sub> was added. The mix was filtered through Celite® and concentrated in vacuo. The crude was eluted through silica gel column with a gradient system of 95:5 to 90:10 CH<sub>2</sub>Cl<sub>2</sub>/MeOH, to yield an amber thick oil as the title compound.

**Step F: Preparation of N-[4-(tert-butyl)-3-(3-piperidylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

The title compound was analogously synthesized by the method described in Example 43 from 4-(tert-butyl)-3-(3-piperidylpropyl)phenylamine (Step E). MS: 511.4 (M+1).

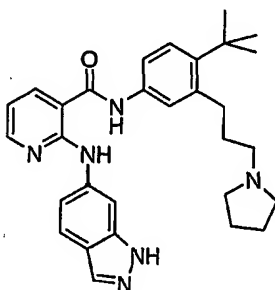
Calc'd. for C<sub>31</sub>H<sub>38</sub>N<sub>6</sub>O - 510.7

The aniline preparations for the following Examples 55-57 are similar to Example 54.

Example 55

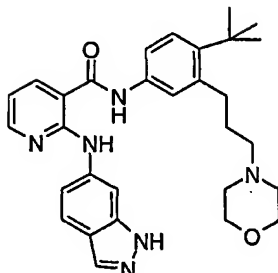
N-[3-((1E)-4-Pyrrolidinylbut-1-enyl)-4-(tert-butyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS: 509.4 (M+1). Calc'd. for  $C_{31}H_{36}N_6O$  - 508.7.

Example 56

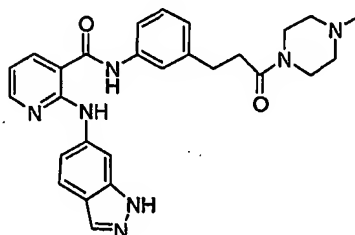
N-[4-(tert-Butyl)-3-(3-pyrrolidinylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS: 497.2 (M+1). Calc'd. for  $C_{30}H_{36}N_6O$  - 496.7.

Example 57

N-[4-(tert-Butyl)-3-(3-morpholin-4-ylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide

MS: 513.5 (M+1). Calc'd. for  $C_{30}H_{36}N_6O_2$  - 512.7.

Example 58

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{3-[3-(4-methylpiperazinyl)-3-oxopropyl]phenyl}carboxamide

Step A: Preparation of 3-(3-nitrophenyl)-1-(4-methylpiperazinyl)propan-1-one

A slurry consisting of  $CH_2Cl_2$  (15 ml), 3-nitrocinnamic acid (3.154 g, 16.329 mmol), 1-methylpiperazine (1.487 g, 14.845 mmol) and EDC (3.557 g, 18.556 mmol) were stirred at RT for 60 h. The reaction was diluted with  $H_2O$  and EtOAc. The aqueous layer was back-extracted with EtOAc. The combined organic layers were washed with 2N NaOH and then

brine, dried over  $\text{Na}_2\text{SO}_4$ , and concentrated *in vacuo*. The crude was eluted through a silica gel column with 5%  $\text{MeOH}/\text{CH}_2\text{Cl}_2$ , to yield an off-white solid, mostly trans-olefin product.

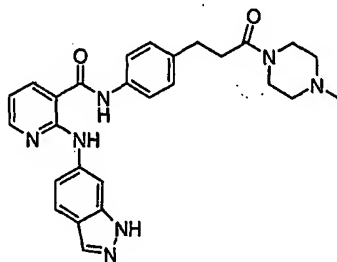
**Step B: Preparation of 3-(3-aminophenyl)-1-(4-methylpiperazinyl)propan-1-one**

To a nitrogen-degassed solution of nitro intermediate (3.67 g, 13.330 mmol, Step A) in MeOH (50 ml) was added 10% by weight Pd/C (500 mg). The mix was stirred under  $\text{H}_2$  atmosphere for 18 h then filtered through Celite® and concentrated *in vacuo*, yielding a thick amber oil which eventually solidified into a dark pink solid.

**Step C: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-{3-[3-(4-methylpiperazinyl)-3-oxopropyl]phenyl}carboxamide**

The title compound was analogously synthesized by the method described in Example 54 from 3-(3-aminophenyl)-1-(4-methylpiperazinyl)propan-1-one (Step B). MS: 484.4 (M+1). Calc'd. for  $\text{C}_{27}\text{H}_{29}\text{N}_7\text{O}_2$  - 483.6.

**Example 59**

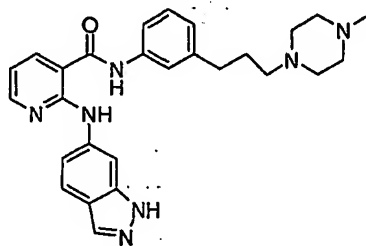


**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{4-[3-(4-methylpiperazinyl)-3-oxopropyl]phenyl}carboxamide**



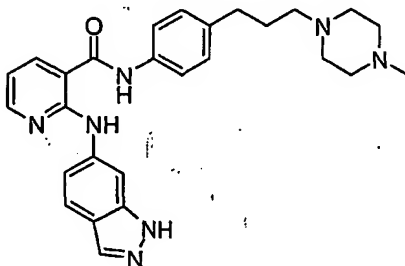
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The title compound was analogously synthesized by the method described in Example 58. MS: 484.4 (M+1). Calc'd. for  $C_{27}H_{29}N_7O_2$  - 483.6.

**Example 60**

**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(3-[3-(4-methylpiperazinyl)propyl]phenyl)carboxamide**

The title compound was analogously synthesized by the method described in Example 58 and Step E in Example 54. MS: 470 (M+1). Calc'd. for  $C_{27}H_{31}N_7O$  - 469.6.

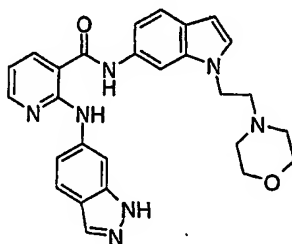
**Example 61**

**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-[3-(4-methylpiperazinyl)propyl]phenyl)carboxamide**

The title compound was analogously synthesized by the method described in Example 58 and Step E in Example 54.

MS: 470 (M+1). Calc'd. for  $C_{27}H_{31}N_7O$  - 469.6.

**Example 62**



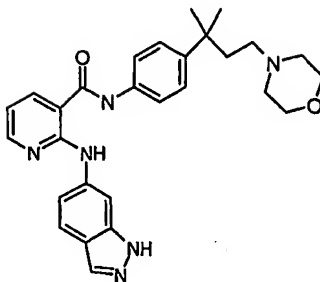
**[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[1-(2-morpholin-4-ylethyl)indol-6-yl]carboxamide**

**Step A: Preparation of 1-(2-morpholin-4-ylethyl)indol-6-ylamine**

$K_2CO_3$  (5.08 g, 36.726 mmol) was added to a slurry of 6-nitroindole (1.985 g, 12.242 mmol), 4-(2-chloroethyl)morpholine hydrochloride (2.278 g, 12.242 mmol), and  $CH_3CN$  (100 ml). The mix was heated to reflux for 18 h, then cooled to RT, filtered, and concentrated in vacuo. The crude was eluted through a silica gel column with a gradient of 3:97 to 5:95 and finally 8:92 MeOH/ $CH_2Cl_2$ , to yield upon drying the desired intermediate which was hydrogenated under conditions previously described.

**Step B: Preparation of [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[1-(2-morpholin-4-ylethyl)indol-6-yl]carboxamide**

The title compound was analogously synthesized by the method described in Example 54 from 1-(2-morpholin-4-ylethyl)indole-6-ylamine (Step A). MS: 482.1 (M+1). Calc'd. for  $C_{27}H_{27}N_7O_2$  - 481.6.

**Example 63**

**N-[4-(1,1-Dimethyl-3-morpholin-4-ylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

**Step A: Preparation of methyl 2-methyl-2-(4-nitrophenyl)propanoate**

To a stirred solution of 2-(4-nitrophenyl)propionic acid (9 g, 46 mmol, 1 eq) in MeOH (300 mL) was added HCl (4M in Dioxane, 11.5 mL, 46 mmol, 1 eq). The mixture was stirred at RT overnight and was quenched with aqueous NaHCO<sub>3</sub>. The mixture was extracted with EtOAc. The organic layer was dried over MgSO<sub>4</sub> and evaporated under reduced pressure and the partial residue (4.34 g, 20.7 mmol, 1eq) at 0°C in THF (100 mL) was added NaH (1.66g, 41.5 mmol, 2 eq). Mixture was stirred at RT for 1h and CH<sub>3</sub>I (2.58 g, 41.5 mmol, 2 eq) was added. Reaction was stirred at RT overnight and was quenched with water. Mixture was extracted with EtOAc. The organic layer was dried over MgSO<sub>4</sub> and evaporated under reduced pressure and used for the next step without further purification to give title compound.

**Step B: Preparation of 3-methyl-3-(4-nitrophenyl)butan-1-one**

To a stirred solution of methyl 2-methyl-2-(4-nitrophenyl)propanoate (5.32 g, 23.8 mmol, Step A) in THF

(200 mL) at 0°C was added a solution of 1M BH<sub>3</sub> in THF (25.8 mL, 45.8 mmol). The reaction was stirred at RT overnight and was quenched with MeOH. THF was evaporated under reduced pressure and the residue was diluted in EtOAc and aqueous HCl (1M) was added. The mixture was extracted with EtOAc, the organic layer was dried over MgSO<sub>4</sub> and evaporated under reduced pressure. Purification by flash chromatography using 40% EtOAc-hexane gave a yellow solid. To the yellow solid (2.08 g, 10.8 mmol) at 0°C in CH<sub>2</sub>Cl<sub>2</sub> was added NMO (1.9 g, 16.1 mmol), molecular sieves 4Å and TPAP (76 mg, 0.2 mmol). The reaction was stirred for 1h and filtered on a silica pad. Solvent was evaporated under reduced pressure, forming the crude aldehyde which was used as is. To a suspension of methoxymethyltriphenylphosphonium chloride (6.4 g, 18.6 mmol) in THF (150 mL) was added a solution of KHMDS 0.5 M in toluene (37 mL, 18.5 mmol). The mixture was stirred for 30 min and crude aldehyde was added. The reaction was stirred at RT for 1h and quenched with H<sub>2</sub>O. The mixture was extracted with EtOAc, dried and evaporated under reduced pressure. Et<sub>2</sub>O was added and a precipitate formed, which was filtered on a silica pad and rinsed with 40% EtOAc-hexane. The solvent was removed and crude material was dissolved in CH<sub>2</sub>Cl<sub>2</sub>. A solution of TFA-water (1:1, 10 mL) was added and the reaction was stirred for 2 h at RT. Aqueous NaHCO<sub>3</sub> was added until pH 7 and the mixture was extracted with CH<sub>2</sub>Cl<sub>2</sub>. The organic layer was dried, filtered and evaporated. Crude compound was purified by flash chromatography (40% EtOAc-hexane) to give the title compound as a yellow oil.

**Step C: Preparation of 4-(1,1-dimethyl-3-morpholin-4-ylpropyl)phenylamine**

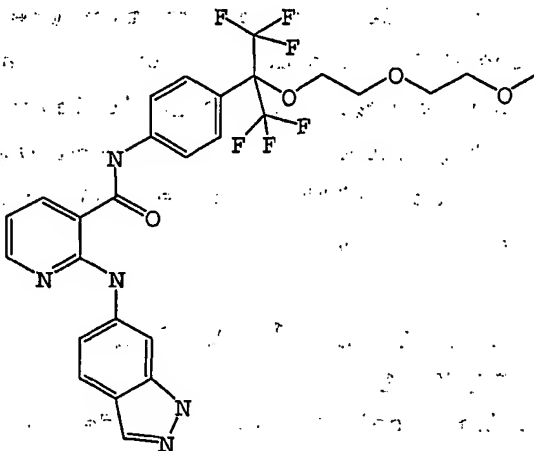
To a stirred solution of aldehyde (509 mg, 2.4 mmol, Step B) and morpholine (0.21 mL, 2.4 mmol) in THF (30 mL)

was added  $\text{NaBH}(\text{OAc})_3$  (0.73 g, 3.4 mmol). The mixture was stirred at RT overnight and washed with HCl (1M).  $\text{CH}_2\text{Cl}_2$  was added and the layers were separated. The aqueous layer was basified to pH 9 using NaOH 1M and extracted with  $\text{CH}_2\text{Cl}_2$ . The organic layer was dried and evaporated the nitro compound. To a solution of the nitro compound (0.50g, 1.8 mmol) in THF (40 mL) was added AcOH (1.97 mmol, 34.5 mmol) followed by zinc (9.1 g, 137 mmol). The mixture was stirred for 1 h, filtered on Celite®, diluted with water and aqueous  $\text{NaHCO}_3$ , and the THF layer was evaporated. The residue was extracted with EtOAc, dried and evaporated to give the title compound.

**Step D: Preparation of N-[4-(1,1-dimethyl-3-morpholin-4-ylpropyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

The title compound was analogously synthesized by the method described in Example 54 from 4-(1,1-dimethyl-3-morpholin-4-ylpropyl)phenylamine (Step C). MS: 485.5 (M+1). Calc'd. for  $\text{C}_{28}\text{H}_{32}\text{N}_6\text{O}_2$  - 484.6.

**Example 64**



2-(1H-Indazol-6-ylamino)-N-(4-{2,2,2-trifluoro-1-[2-(2-methoxy-ethoxy)-ethoxy]-1-trifluoromethyl-ethyl}-phenyl)-nicotinamide

**Step A: Preparation of 4-{2,2,2-trifluoro-1-[2-(2-methoxy)ethoxy]-1-(trifluoromethyl)ethyl}phenylamine**

Diethyl azodicarboxylate (366 mg, 2.1 mmol) was added drop-wise to a solution of 2-(4-aminophenyl)-1,1,1,3,3,3-hexafluoropropan-2-ol (520 mg, 2 mmol), 2-(2-methoxyethoxy)ethan-1-ol (240 mg, 2 mmol) and PPh<sub>3</sub> (550 mg, 2.1 mmol) in THF (10 mL). The mixture was stirred for 2 h, then partitioned between EtOAc and aqueous NaHCO<sub>3</sub> solution. The organic phase was washed with brine. After concentration in vacuo, the organic residue was purified by flash chromatography on silica to give the compound. MS: 362 (M+1). Calc'd. for C<sub>14</sub>H<sub>17</sub>F<sub>6</sub>NO<sub>3</sub> - 361.29...

**Step B: Preparation of 2-fluoropyridine-3-carbonyl chloride**

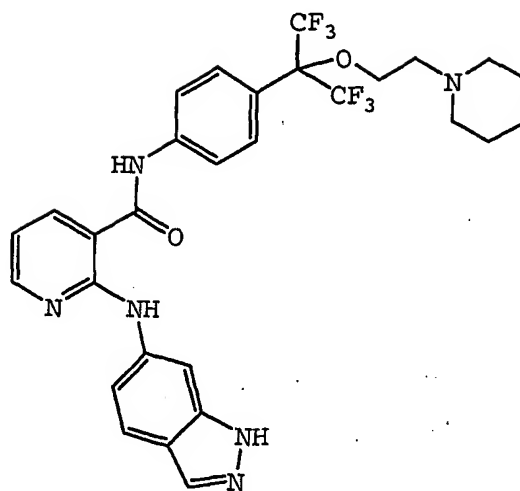
To a solution of 2-fluoropyridine (10 g, 100 mmol) in THF (150 mL) under -78°C was added an LDA solution (2M in heptane/THF/ethylbenzene, 60 mL) dropwise. The mixture was stirred at -78°C for 3 h, then was quenched with a stream of dry CO<sub>2</sub>. After warming to RT, the mixture was partitioned between EtOAc (100 mL) and H<sub>2</sub>O (200 mL). The aqueous layer was acidified to pH between 3-4, and extracted with EtOAc. The organic solution was collected and washed with brine and dried over Na<sub>2</sub>SO<sub>4</sub>. After removing the solvent in vacuum, 2-fluoropyridine-3-carboxylic acid was obtained as a brown oil. MS: 140 (M-H). Calc'd. for C<sub>6</sub>H<sub>4</sub>FNO<sub>2</sub> - 141.10. 2-Fluoropyridine-3-carboxylic acid (7 g) was suspended in SOCl<sub>2</sub> (100 mL). After heating under reflux for 2 h, the mixture became homogeneous. Access SOCl<sub>2</sub> was removed in vacuo to afford a brown solid as desired compound.

Step C: Preparation of [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-(4-{2,2,2-trifluoro-1-[2-(2-methoxyethoxy)ethoxy]-1-(trifluoromethyl)ethyl}phenyl)carboxamide

To a suspension of 2-fluoropyridine-3-carbonyl chloride (180 mg, 0.5 mmol, Step B) and NaHCO<sub>3</sub> (300 mg) in CH<sub>2</sub>Cl<sub>2</sub> (5 ml), a solution of 4-{2,2,2-trifluoro-1-[2-(2-methoxyethoxy)ethoxy]-1-(trifluoromethyl)ethyl}phenylamine (95 mg) was added dropwise, and the suspension was stirred at RT for 1.5 h. Solid inorganic salts were removed via filtration. The filtrate was concentrated to afford (2-fluoro(3-pyridyl))-N-(4-{2,2,2-trifluoro-1-[2-(2-methoxyethoxy)ethoxy]-1-(trifluoromethyl)ethyl}phenyl)-carboxamide as a brown solid. (2-Fluoro(3-pyridyl))-N-(4-{2,2,2-trifluoro-1-[2-(2-methoxyethoxy)ethoxy]-1-(trifluoromethyl)ethyl}-phenyl)carboxamide (240 mg, 0.5 mmol) and 6-amino-indazole (133 mg, 1 mmol) were dissolved in DMSO (2 mL). The solution was heated to 120°C for 8 h, then partitioned between CH<sub>2</sub>Cl<sub>2</sub> and aqueous NaHCO<sub>3</sub> (sat.). The organic layer was washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, and concentrated in vacuo. The residue was purified via preparative HPLC to give a yellow powder as a TFA salt of the title compound. MS: 598 (M+1). Calc'd. for C<sub>27</sub>H<sub>25</sub>F<sub>6</sub>N<sub>5</sub>O<sub>4</sub> - 597.5.

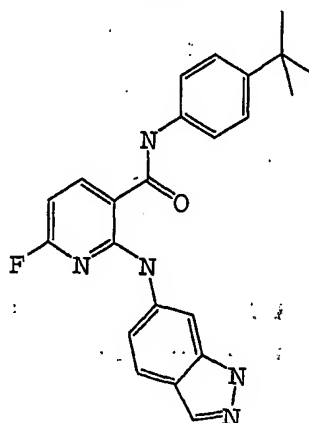
The following compounds (Examples 65-68) were analogously synthesized by the method described in Example 64. Detailed intermediate preparations were described.

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Example 65

[2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-{4-[2,2,2-trifluoro-1-(2-piperidylethoxy)-1-(trifluoromethyl)ethyl]phenyl}carboxamide

MS: 607 (M+1). Calc'd. for  $C_{29}H_{28}F_6N_6O_2$  - 606.6.

Example 66

N-[4-(tert-Butyl)phenyl][6-fluoro-2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide



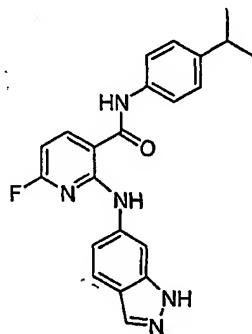
**Step A: Preparation of (2,6-difluoro(3-pyridyl))-N-[4-(tert-butyl)phenyl]-carboxamide**

A solution of 2,6-difluoropyridine-3-carboxylic acid (prepared similar to that described for 2-fluoropyridine-3-carboxylic acid, Example 64) (3.2 g, 20 mmol), *t*-butylaniline 11 (3.0 g, 20 mmol), HOBt (2.6 g, 20 mmol), EDAC (8 g, 40 mmole), and DIEA (8 mL) in CH<sub>2</sub>Cl<sub>2</sub> (80 mL) was stirred at RT for 1 h. The mixture was washed with aq. NaHCO<sub>3</sub> and brine. The organic solution was dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated in vacuo. The residue was purified via flash chromatography on silica (Hex:EtOAc = 4:1) to give a light yellow flaky crystal as the desired product.

**Step B: Preparation of N-[4-(tert-butyl)phenyl][6-fluoro-2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide**

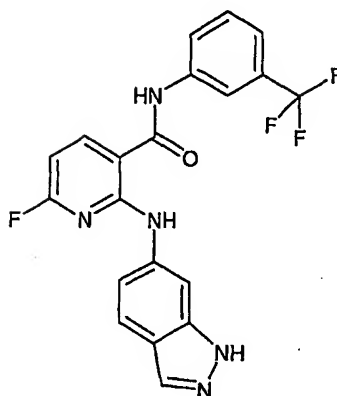
The title compound was analogously synthesized by the method described in Example 64 from (2,6-difluoro(3-pyridyl))-N-[4-(tert-butyl)phenyl]-carboxamide (Step A). MS: 404 (M+1). Calc'd. for C<sub>23</sub>H<sub>22</sub>FN<sub>5</sub>O - 403.5.

**Example 67**

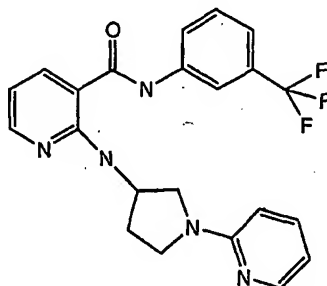


**[6-Fluoro-2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylethyl)phenyl]carboxamide**

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MS: 390 (M+1). Calc'd. for  $C_{22}H_{20}FN_5O$  - 389.4.Example 68

[6-Fluoro-2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[3-(trifluoromethyl)phenyl]carboxamide

MS: 416 (M+1). Calc'd. for  $C_{20}H_{13}F_4N_5O$  - 415.3.Example 69

{2-[(1-(2-Pyridyl)pyrrolidin-3-yl)amino](3-pyridyl)}-N-[3-(trifluoromethyl)phenyl]carboxamide

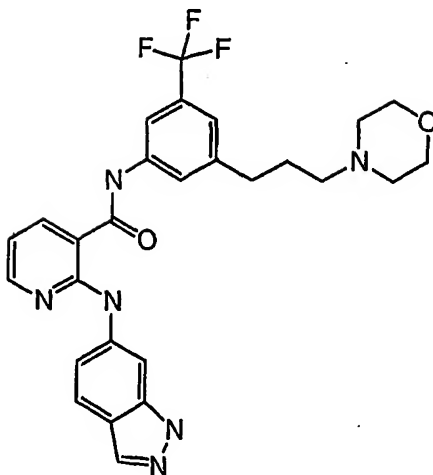
Step A: Preparation of 1-(2-pyridyl)pyrrolidine-3-ylamine

2-Fluoropyridine (2 g, 0.02 mol) and Boc-aminopyrrolidine (3.6 g, 0.02 mol) were heated neat at 120°C

for 2 h. The reaction was cooled, 4N HCl/Dioxane (100 mg) was added and the reaction was stirred at RT for 4 h. The solvent was evaporated and 2 N NaOMe/MeOH was added to adjust to basic pH. The precipitate was filtered and the filtrate was evaporated. The residue was dissolved in CH<sub>2</sub>Cl<sub>2</sub>, the solution was filtered and the filtrate was evaporated to give the crude material, was used in next step without further purification.

**Step B: Preparation of {2-[(1-(2-pyridyl)pyrrolidin-3-yl)amino](3-pyridyl)}-N-[3-(trifluoromethyl)phenyl]-carboxamide**

A mixture of (2-chloro(3-pyridyl))-N-(3-trifluoromethylphenyl)carboxamide and 1-(2-pyridyl)pyrrolidine-3-ylamine (Step A) was heated at 130°C neat for 3 h. The reaction was cooled and diluted with CH<sub>2</sub>Cl<sub>2</sub> and washed with H<sub>2</sub>O twice followed by brine. The organic layer was dried with Na<sub>2</sub>SO<sub>4</sub> and evaporated under reduced pressure. The residue was purified by column chromatography with EtOAc and further mixed with MeOH and 1 N HCl/Et<sub>2</sub>O (2 ml). The solution was evaporated to furnish the titled compound. MS (ES<sup>+</sup>): 428 (M+H); (ES<sup>-</sup>): 426 (M-H). Calc'd. for C<sub>22</sub>H<sub>20</sub>F<sub>3</sub>N<sub>5</sub>O - 427.2.

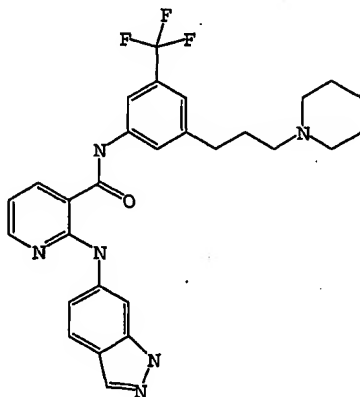
Example 70

**2-(1H-Indazol-6-ylamino)-N-[3-(3-morpholin-4-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide**

2-Chloro-N-[3-(3-morpholin-4-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide (2.95 g) was dissolved in a small volume of IpOH. 6-amino indazole (2.75 g) and 0.53 mL of TFA were added. The reaction mixture was heated to 155°C in an open flask for 3.5 h. After cooling to RT the residue was dissolved in 2 N HCl. The aqueous solution was extracted 2 times with CH<sub>2</sub>Cl<sub>2</sub>, basified to pH 12 by the addition of Na<sub>2</sub>CO<sub>3</sub> and 1 N NaOH. The solution was extracted 6 times with CH<sub>2</sub>Cl<sub>2</sub> to isolate the product. The combined 5 extractions were dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and stripped. The crude product was purified by silica gel chromatography eluting with a step gradient of 3-5% MeOH:CH<sub>2</sub>Cl<sub>2</sub> to yield the titled compound. MS: 525 (M+1). Calc'd for C<sub>27</sub>H<sub>27</sub>F<sub>3</sub>N<sub>6</sub>O<sub>2</sub> - 524.5.

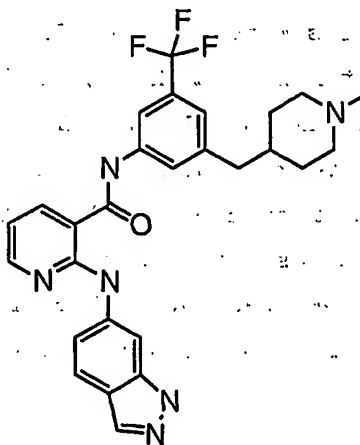
246

The following compounds (Examples 71-95) were synthesized by the method described in Example 70 unless specifically described.

**Example 71**

2-(1H-Indazol-6-ylamino)-N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide

MS: 523.5 (M+1) . Calc'd. for  $C_{28}H_{29}F_3N_6O$  - 522.6.

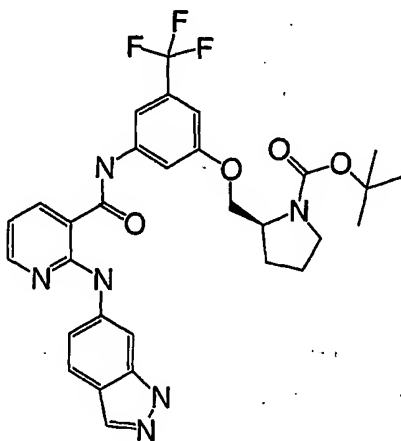
**Example 72**

247

2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-piperidin-4-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide

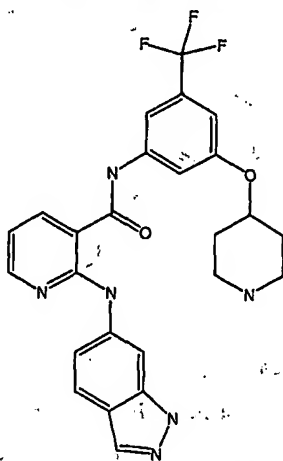
MS: 509 (M+1). Calc'd. for  $C_{27}H_{27}F_3N_6O$  - 508.5.

Example 73



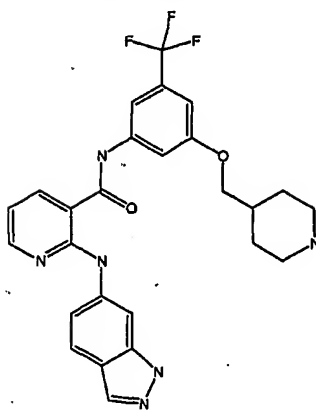
2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide

Example 74

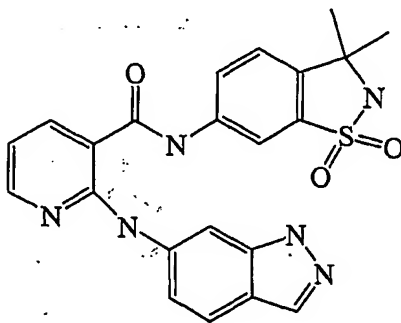


2-(1H-Indazol-6-ylamino)-N-[3-(piperidin-4-yloxy)-5-trifluoromethyl-phenyl]-nicotinamide

248

MS: 497 (M+1). Calc'd. for  $C_{25}H_{23}F_3N_6O$  - 496.5Example 75

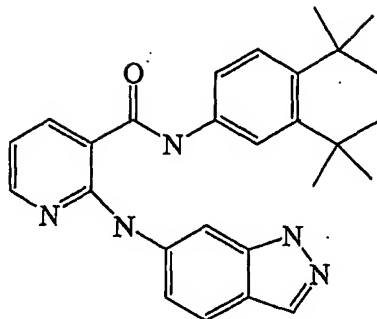
2-(1H-Indazol-6-ylamino)-N-[3-(piperidin-4-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide

MS (ES<sup>+</sup>): 511 (M+H), Calc'd for  $C_{26}H_{25}F_3N_6O_2$  - 510.52.Example 76

N-(3,3-Dimethyl-1,1-dioxo-2,3-dihydro-1H-116-benzo[d]isothiazol-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide

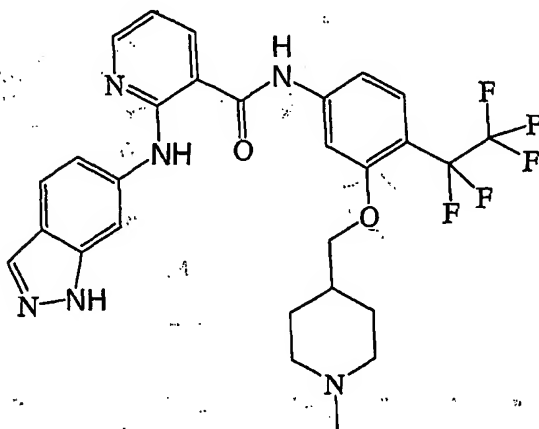
249

MS (ES+): 449 (M+H)+; (ES-): 447 (M-H). Calc'd. for  $C_{22}H_{20}N_6O_3S$  - 448.

Example 77

2-(1H-Indazol-6-ylamino)-N-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydro-naphthalen-2-yl)-nicotinamide

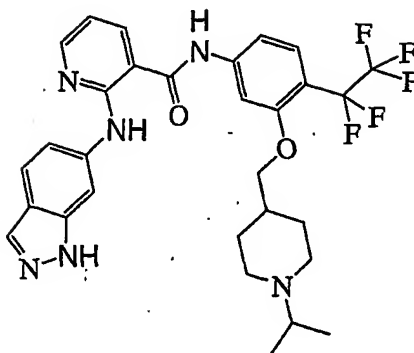
MS (ES+): 440 (M+H)+; (ES-): 438 (M-H). Calc'd. for  $C_{27}H_{29}N_5O$  - 439.

Example 78

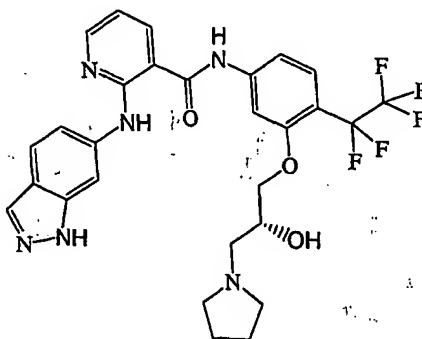
2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide



250

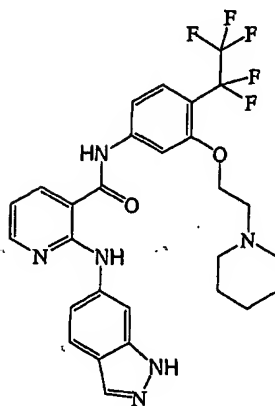
M+H 575; Calc'd. for  $C_{28}H_{27}F_5N_6O_2$  - 574.Example 79

2-(1H-Indazol-6-ylamino)-N-[3-(1-isopropyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide

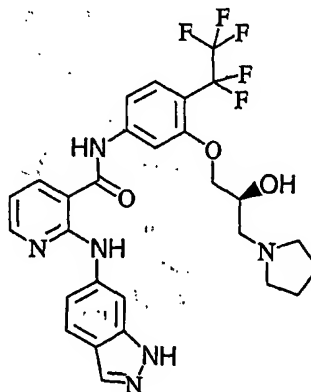
M+H 603; Calc'd. for  $C_{30}H_{31}F_5N_6O_2$  - 602.Example 80

N-[3-(2-Hydroxy-3-pyrrolidin-1-yl-propoxy)-4-pentafluoroethyl-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide

251

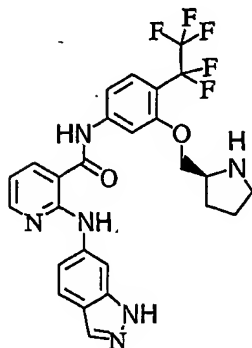
M+H 591; Calc'd. for  $C_{28}H_{27}F_5N_6O_3$  - 590.Example 81

2-(1H-Indazol-6-ylamino)-N-[4-pentafluoroethyl-3-(2-piperidin-1-yl-ethoxy)-phenyl]-nicotinamide

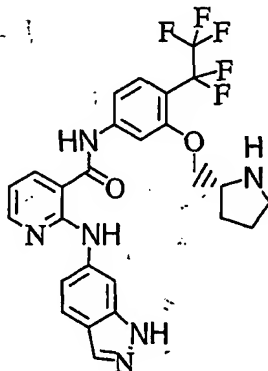
M+H 575; Calc'd. for  $C_{28}H_{27}F_5N_6O_2$  - 574.Example 82

N-[3-(2-Hydroxy-3-pyrrolidin-1-yl-propoxy)-4-pentafluoroethyl-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide

252

M+H 591; Calc'd. for  $C_{28}H_{27}F_5N_6O_3$  - 590.Example 83

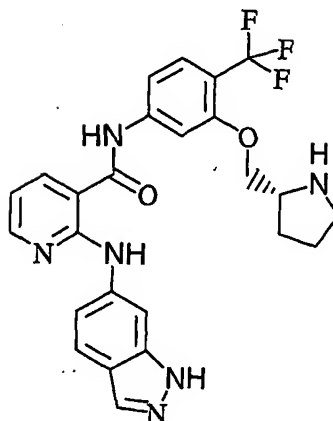
2-(1H-Indazol-6-ylamino)-N-[4-pentafluoroethyl-3-(2S-pyrrolidin-2-ylmethoxy)-phenyl]-nicotinamide

M+H 547; Calc'd. for  $C_{26}H_{23}F_5N_6O_2$  - 546.Example 84

2-(1H-Indazol-6-ylamino)-N-[4-pentafluoroethyl-3-(2R-pyrrolidin-2-ylmethoxy)-phenyl]-nicotinamide

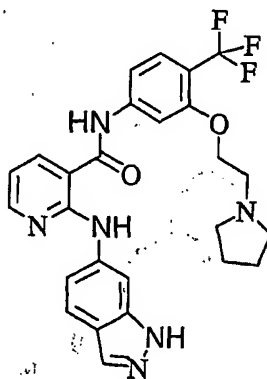
M+H 547; Calc'd. for  $C_{26}H_{23}F_5N_6O_2$  - 546.

253

Example 85

2-(1H-Indazol-6-ylamino)-N-[3-(pyrrolidin-2-ylmethoxy)-4-trifluoromethyl-phenyl]-nicotinamide

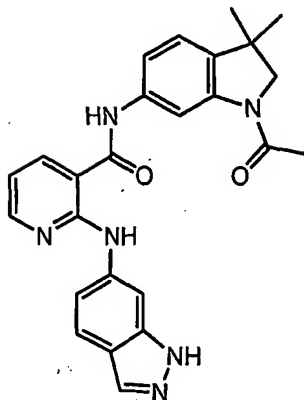
M+H 497; Calc'd. for  $C_{25}H_{23}F_3N_6O_2$  - 496.

Example 86

2-(1H-Indazol-6-ylamino)-N-[3-(2-pyrrolidin-1-yl-ethoxy)-4-trifluoromethyl-phenyl]-nicotinamide

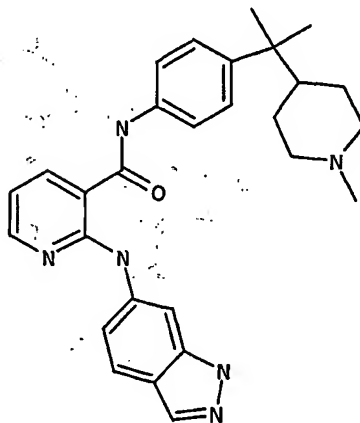
M+H 511; Calc'd. for  $C_{26}H_{25}F_3N_6O_2$  - 510.

254

Example 87

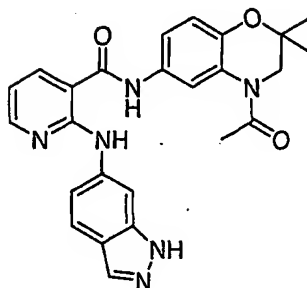
**N-(1-Acetyl-3,3-dimethyl-2,3-dihydro-1H-indol-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide**

M+H 441.3; Calc'd for  $C_{25}H_{24}N_6O_2$ : 440.2.

Example 88

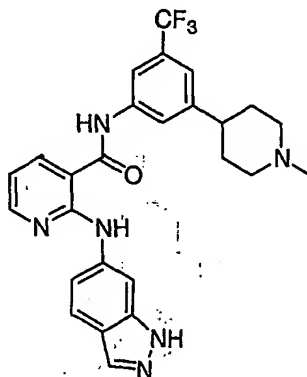
**2-(1H-Indazol-6-ylamino)-N-{4-[1-methyl-1-(1-methyl-piperidin-4-yl)-ethyl]-phenyl}-nicotinamide**

255

MS (ES+): 469 (M+1)+, Calc'd for C<sub>28</sub>H<sub>32</sub>N<sub>6</sub>O - 468.26Example 89

N-(4-Acetyl-2,2-dimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide

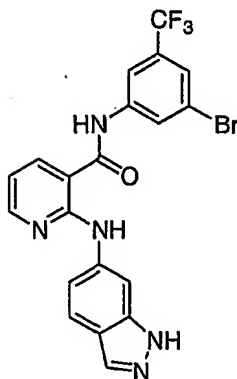
MS (ES+): 457.5 (M+H)+; (ES-) 455.5 (M-H). Calc'd for C<sub>25</sub>H<sub>24</sub>N<sub>6</sub>O<sub>3</sub> - 456.5

Example 90

2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-piperidin-4-yl)-5-trifluoromethyl-phenyl]-nicotinamide

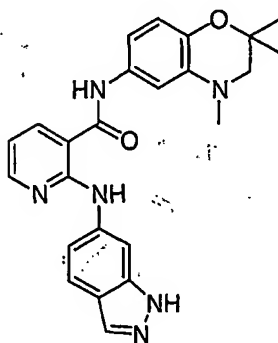
MS (ES+): 495.1 (M+H)+; (ES-) 493.2 (M-H). Calc'd for C<sub>26</sub>H<sub>25</sub>F<sub>3</sub>N<sub>6</sub>O: 494.20.

256

**Example 91**

**N-(3-Bromo-5-trifluoromethyl-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide**

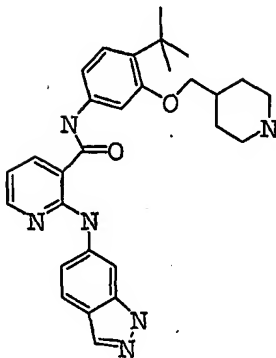
MS (ES<sup>+</sup>): 475.9 (M+H)<sup>+</sup>; (ES<sup>-</sup>) 474.0 (M-H)<sup>-</sup>. Calc'd for C<sub>20</sub>H<sub>13</sub>BrF<sub>3</sub>N<sub>5</sub>O: 475.30.

**Example 92**

**2-(1H-Indazol-6-ylamino)-N-(2,2,4-trimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-nicotinamide**

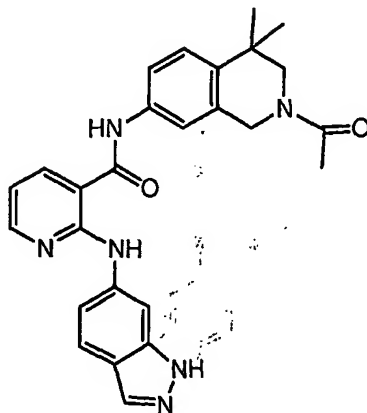
MS (ES<sup>+</sup>): 429.2 (M+H)<sup>+</sup>; (ES<sup>-</sup>) 427.4 (M-H)<sup>-</sup>. Calc'd for C<sub>24</sub>H<sub>24</sub>N<sub>6</sub>O<sub>2</sub>: 428.2.

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Example 93

**N-[4-tert-Butyl-3-(piperidin-4-ylmethoxy)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

M+H 499: Calc'd for  $C_{29}H_{34}N_6O_2$ : 498.

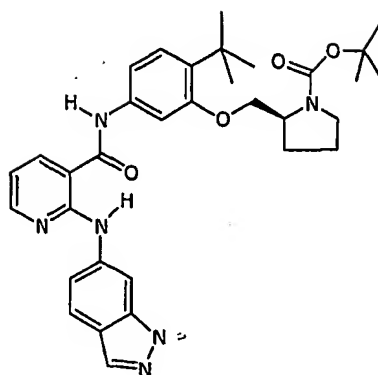
Example 94

**N-(2-Acetyl-4,4-dimethyl-1,2,3,4-tetrahydro-isoquinolin-7-yl)-2-(1H-indazol-6-ylamino)-nicotinamide**

M+H 455.3. Calc'd for  $C_{26}H_{26}N_6O_2$ : 454.2.

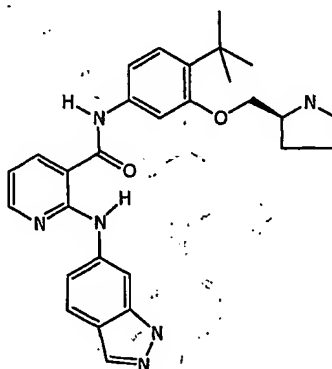


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Example 95

**1-Boc-2-(2-tert-Butyl-5-{[2-(1H-indazol-6-ylamino)-pyridine-3-carbonyl]-amino}-phenoxy)methyl)-pyrrolidine**

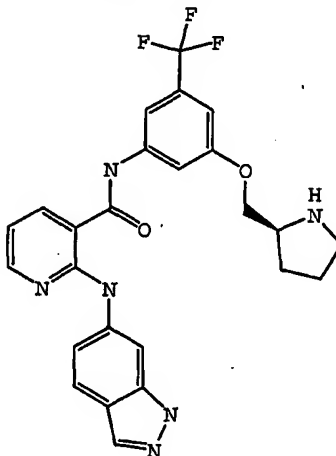
M+H 585; Calc'd for  $C_{33}H_{40}N_6O_4$ : 584.

Example 96

**N-[4-tert-Butyl-3-(pyrrolidin-2-ylmethoxy)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

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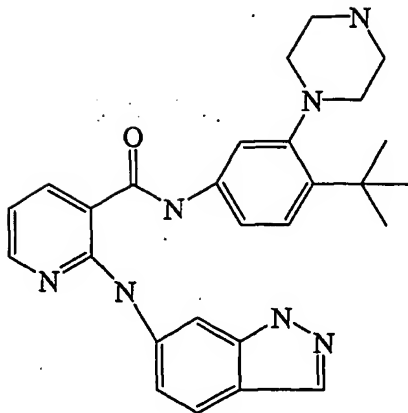
The title compound was deprotected by a method analogous to that described in Example 69, step a. M+H 485; Calc'd for  $C_{28}H_{32}N_6O_2$ : 484.

**Example 97**

**2-(1H-Indazol-6-ylamino)-N-[3-(2S-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide**

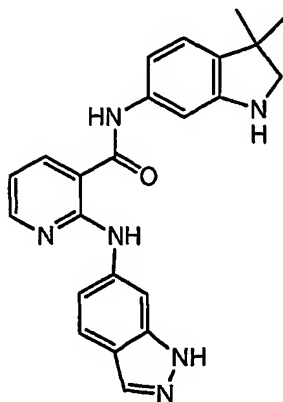
The title compound was deprotected by a method analogous to that described in Example 69, step a. MS: 497 (M+1). Calc'd. for  $C_{25}H_{23}F_3N_6O_2$  - 496.5.

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Example 98

**N-(4-tert-Butyl-3-piperazin-1-yl-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide**

The title compound was deprotected by a method analogous to that described in Example 69, step a. MS (ES<sup>+</sup>): 470 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 468 (M-H). Calc'd. for C<sub>27</sub>H<sub>31</sub>N<sub>7</sub>O - 469.

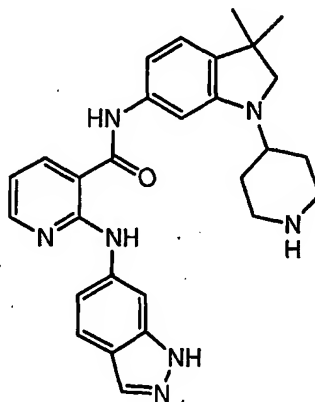
Example 99

**N-(3,3-dimethyl-2,3-dihydro-1H-indol-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide**

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N-(1-Acetyl-3,3-dimethyl-2,3-dihydro-1H-indol-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide (500 mg) was deprotected heating with 12 N HCl (3 ml) and EtOH (3 ML) at reflux for 1 h. Dried under vacuum and purified via HPLC. M+H 399.3; Calc'd for  $C_{23}H_{22}N_6O$ : 398.2.

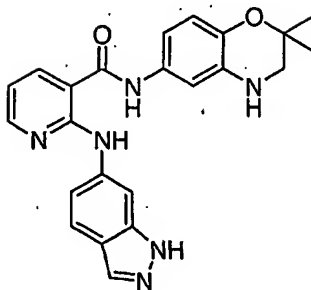
Example 100



N-(3,3-Dimethyl-1-piperidin-4-yl)-2,3-dihydro-1H-indol-6-yl)-  
2-(1H-indazol-6-ylamino)-nicotinamide

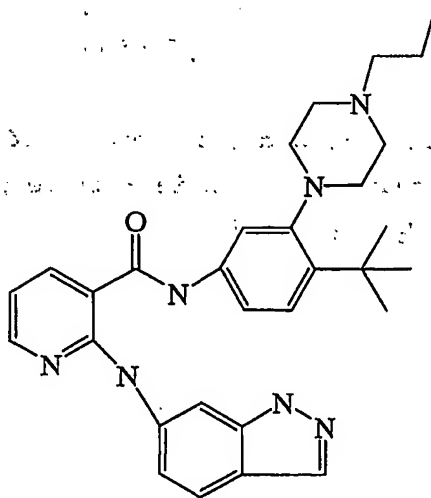
The title compound was deprotected by a method analogous to that described in Example 99. MS (M+H) = 482.4; Calc'd for  $C_{28}H_{31}N_7O$ : 481.2.

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**Example 101**

**N-(2,2-Dimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide**

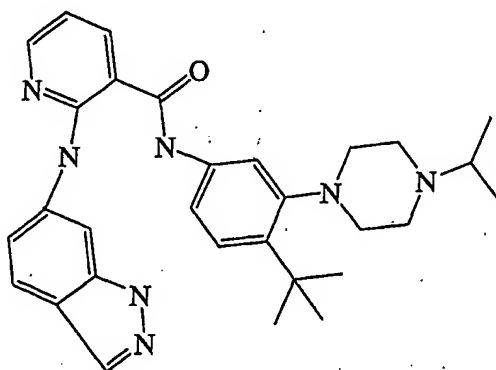
The title compound was deprotected by a method analogous to that described in Example 99. MS (ES<sup>+</sup>): 415.3 (M+H)<sup>+</sup>; (ES<sup>-</sup>) 413.2 (M-H). Calc'd for C<sub>23</sub>H<sub>22</sub>N<sub>6</sub>O<sub>2</sub> - 414.5.

**Example 102**

**N-[4-tert-Butyl-3-(4-propyl-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

N-[4-tert-Butyl-3-(4-propyl-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide was alkylated by a method analogous to that described in Example 63, step c. MS (ES+): 512 (M+H)+; (ES-): 510 (M-H). Calc'd. for  $C_{30}H_{37}N_7O$  - 511.

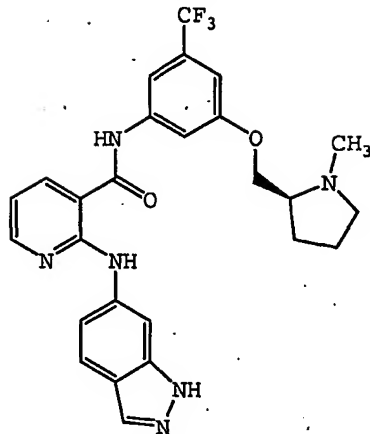
Example 103



**N-[4-tert-Butyl-3-(4-isopropyl-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

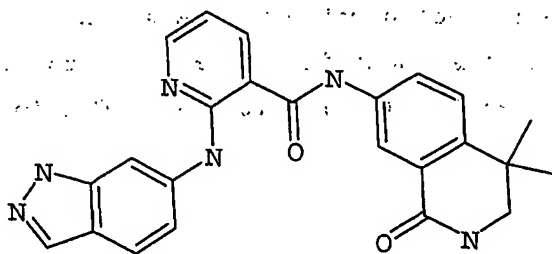
N-[4-tert-Butyl-3-(4-propyl-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide was alkylated by a method analogous to that described in Example 63, step c. MS (ES+): 512 (M+H)+; (ES-): 510 (M-H). Calc'd. for  $C_{30}H_{37}N_7O$  - 511.

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**Example 104**

**2-(1H-Indazol-6-ylamino)-N-[3-(1-methylpyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide**

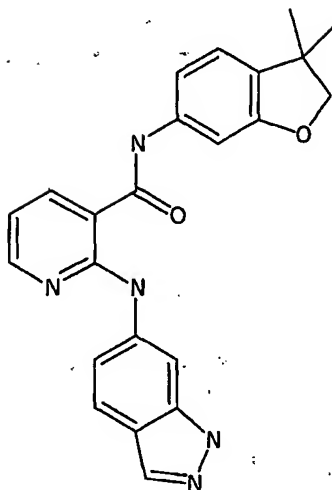
The title compound was prepared by a method analogous to that described in Example 70. M+H 511.4. Calc'd for  $C_{26}H_{25}F_3N_6O_2$ : 510.5.

**Example 105**

**N-(4,4-Dimethyl-1-oxo-1,2,3,4-tetrahydro-isoquinolin-7-yl)-2-(1H-indazol-6-ylamino)-nicotinamide**

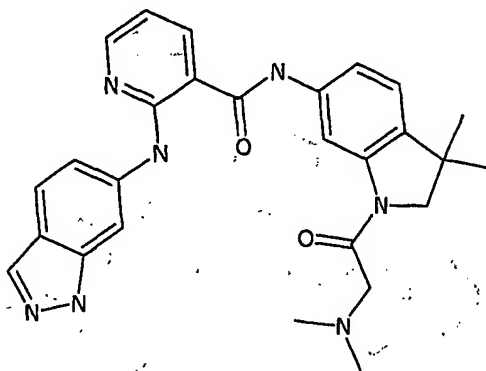
The title compound was prepared by a method analogous to that described in Example 70. (M+H) 427, Calc. for  $C_{24}H_{22}N_6O_2$ : 426.2.

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Example 106

N-(3,3-Dimethyl-2,3-dihydro-benzofuran-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide

The title compound was prepared by a method analogous to that described in Example 70. MS: 400 (M+1). Calc'd. for  $C_{23}H_{21}N_5O_2$ -399.4.

Example 107

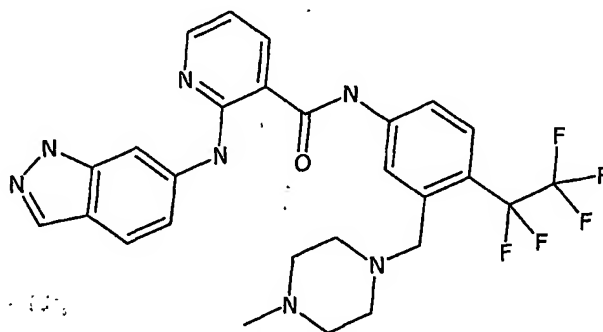


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**N-[1-(2-Dimethylamino-acetyl)-3,3-dimethyl-2,3-dihydro-1H-indol-6-yl]-2-(1H-indazol-6-ylamino)-nicotinamide**

The title compound was prepared by a method analogous to that described in Example 70. M+H 484.3; Calc'd for  $C_{27}H_{29}N_7O_2$ : 483.2.

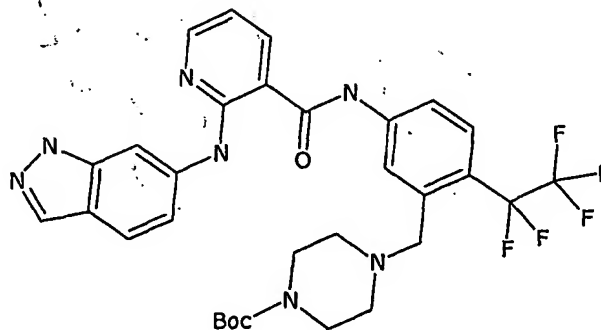
**Example 108**



**2-(1H-Indazol-6-ylamino)-N-[3-(4-methyl-piperazin-1-ylmethyl)-4-pentafluoroethyl-phenyl]-nicotinamide**

The title compound was prepared by a method analogous to that described in Example 70. M+H 560.4. Calc'd for  $C_{27}H_{26}F_5N_7O$ : 559.2.

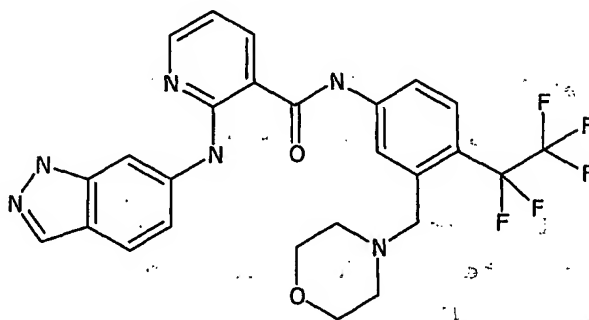
**Example 109**



**2-(1H-Indazol-6-ylamino)-N-[3-(4-Boc-piperazin-1-ylmethyl)-4-pentafluoroethyl-phenyl]-nicotinamide**

The title compound was prepared by a method analogous to that described in Example 70. M+H 646.4. Calc'd for  $C_{31}H_{32}F_5N_7O_3$ : 645.2.

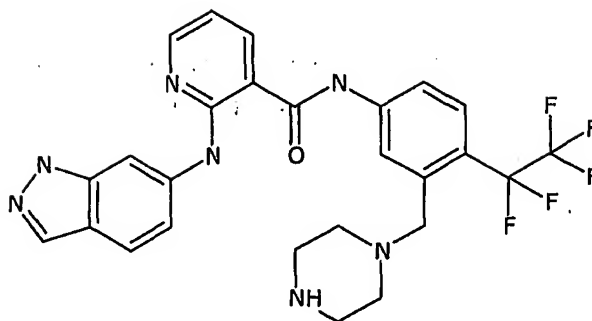
**Example 110**



**2-(1H-Indazol-6-ylamino)-N-(3-morpholin-4-ylmethyl-4-pentafluoroethyl-phenyl)-nicotinamide**

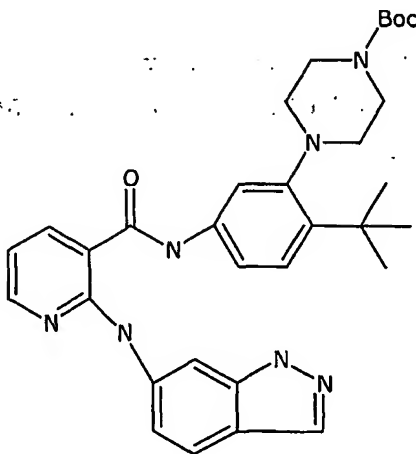
The title compound was prepared by a method analogous to that described in Example 70. M+H 547.1. Calc'd for  $C_{26}H_{23}F_5N_6O_2$ : 546.2.

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Example 111

2-(1H-Indazol-6-ylamino)-N-(4-pentafluoroethyl-3-piperazin-1-ylmethyl-phenyl)-nicotinamide

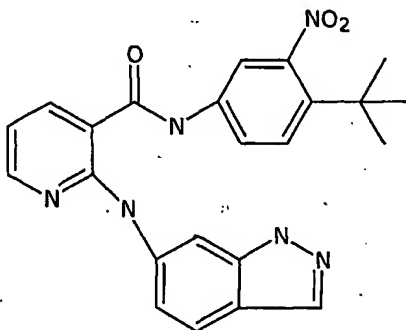
The title compound was prepared by a method analogous to that described in Example 69, step a. M+H 546.4. Calc'd for  $C_{26}H_{24}F_5N_7O$ : 545.2.

Example 112

N-[4-tert-Butyl-3-(4-Boc-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide

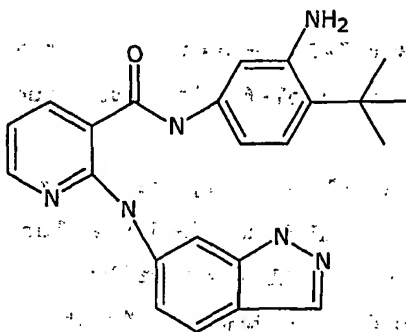
269

The title compound was prepared by a method analogous to that described in Example 1, Step B. (ES+) 570 (M + 1)<sup>+</sup>; (ES-): 568 (M - 1)<sup>-</sup>. Calc'd. C<sub>32</sub>H<sub>39</sub>N<sub>7</sub>O<sub>3</sub> - 569.7.

**Example 113**

**N-(4-tert-Butyl-3-nitro-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide**

The title compound was prepared from N-(4-tert-butyl-3-nitro-phenyl)-2-chloro-nicotinamide by a method analogous to that described in Example 70, step E. MS (ES<sup>+</sup>): 401 (M+H), Calc'd for C<sub>23</sub>H<sub>24</sub>N<sub>6</sub>O - 400.5.

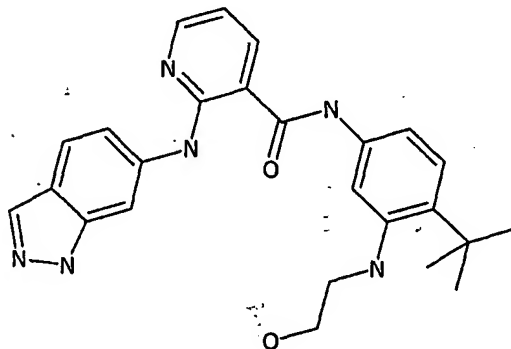
**Example 114**

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**N-(3-Amino-4-tert-butyl-phenyl)-2-(1H-indazol-6-ylamino)-  
nicotinamide**

The title compound was prepared from N-(4-tert-butyl-3-nitro-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide by dissolving in EtOH (20 ml) and adding Sn(II)Cl<sub>2</sub> (12.58 g) and stirred at RT for 5 h and at 0°C overnight. The mix was warmed to RT and quenched by pouring onto ice, neutralized with NaHCO<sub>3</sub> and basified with 6N NaOH. An emulsion formed upon addition of EtOAc which was filtered through Celite and the aqueous layer was extracted with EtOAc. The combined organic layers were washed with H<sub>2</sub>O, brine and dried over MgSO<sub>4</sub> then purified by flash chromatography (3-5% MeOH to afford the product as a orange-yellow solid.

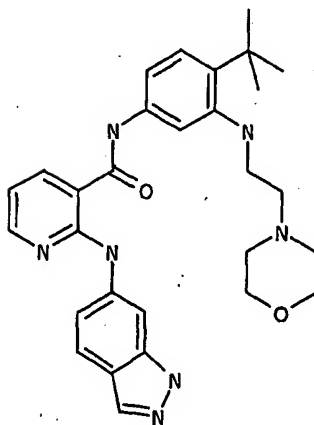
**Example 115**



**N-[4-tert-Butyl-3-(2-hydroxy-ethylamino)-phenyl]-2-(1H-  
indazol-6-ylamino)-nicotinamide**

The title compound was prepared from N-(3-amino-4-tert-butyl-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide by a method analogous to that described in Example 42. MS (ES<sup>+</sup>): 445 (M+H), Calc'd for C<sub>25</sub>H<sub>28</sub>N<sub>6</sub>O<sub>2</sub> - 444.5.

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Example 116

**N-[4-tert-Butyl-3-(2-morpholin-4-yl-ethylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

**Step a N-[3-(2-Bromo-ethylamino)-4-tert-butyl-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

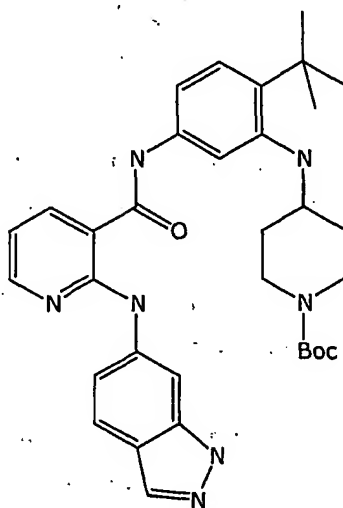
The title compound was prepared from N-[4-tert-butyl-3-(2-hydroxy-ethylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide by dissolving in  $\text{CH}_2\text{Cl}_2$  (5 ml) and adding  $\text{CBr}_4$  (215 mg) and bis(diphenylphosphino)-propane (270mg). The reaction was stirred at RT for 3 h then worked up with partitioning between  $\text{H}_2\text{O}$  and  $\text{CH}_2\text{Cl}_2$ . The aqueous layer was extracted with  $\text{CH}_2\text{Cl}_2$  (3x) and the combined organic fractions were washed with  $\text{H}_2\text{O}$ , brine and dried ( $\text{MgSO}_4$ ). The crude material was purified by flash chromatography to yield a yellow foamed solid.  $\text{M}+\text{H}$  508.

**Step B N-[4-tert-Butyl-3-(2-morpholin-4-yl-ethylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

N-[3-(2-Bromo-ethylamino)-4-tert-butyl-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide was dissolved in DMF (2 ml)

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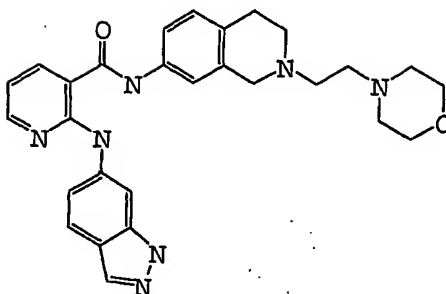
morpholine (.09 ml) was added and stirred overnight at RT. The mixture was partitioned between sat'd NaHCO<sub>3</sub> and EtOAc. The aqueous layer was extracted with EtOAc and the organic layers were washed with H<sub>2</sub>O, brine and dried (MgSO<sub>4</sub>). The crude material was purified by flash chromatography (5% MeOH/ CH<sub>2</sub>Cl<sub>2</sub>) to yield a yellow foamed solid. MS (ES<sup>+</sup>): 514 (M+H), Calc'd for C<sub>29</sub>H<sub>35</sub>N<sub>7</sub>O<sub>2</sub> - 513.6.

**Example 117**

**N-[4-tert-Butyl-3-(1-Boc-piperidin-4-ylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

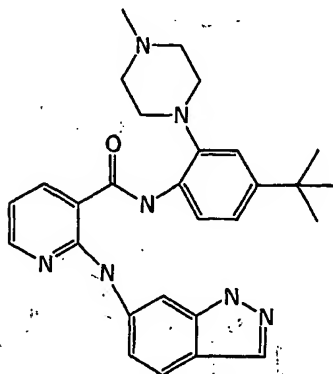
The title compound was prepared from N-(3-amino-4-tert-butyl-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide and Boc-piperidin-4-one by a method analogous to that described in Example 42. MS (ES<sup>+</sup>): 584 (M+H), Calc'd for C<sub>33</sub>H<sub>41</sub>N<sub>7</sub>O<sub>3</sub> - 583.7.

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Example 118

2-(1H-Indazol-6-ylamino)-N-[2-(2-morpholin-4-yl-ethyl)-  
1,2,3,4-tetrahydro-isoquinolin-7-yl]-nicotinamide

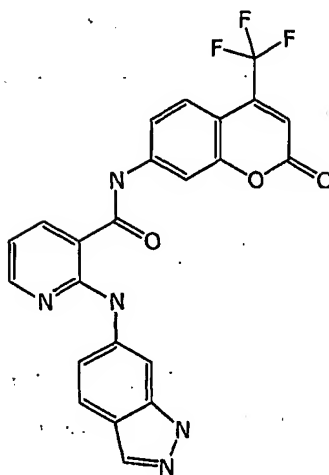
498 (M+1); 497 (M-1). Calc'd. for  $C_{28}H_{31}N_7O_2$  - 497.6.

Example 119

N-[4-tert-Butyl-2-(4-methyl-piperazin-1-yl)-phenyl]-2-(1H-  
indazol-6-ylamino)-nicotinamide

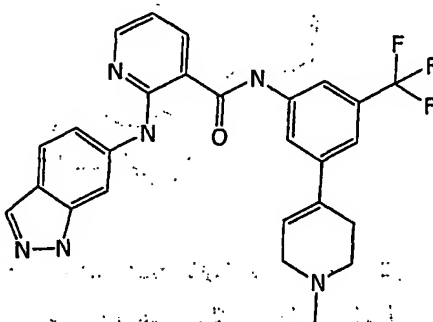
MS<sup>+</sup> (ES<sup>+</sup>): 484 (M+H)<sup>+</sup>; (ES<sup>-</sup>): 482 (M-H)<sup>-</sup>. Calc'd. for  
 $C_{28}H_{33}N_7O$  - 483.3.



Example 120

2-(1H-Indazol-6-ylamino)-N-(2-oxo-4-trifluoromethyl-2H-chromen-7-yl)-nicotinamide

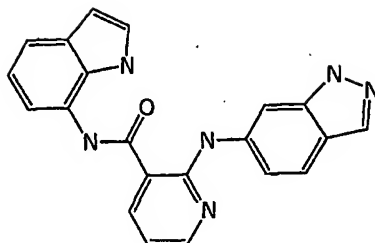
M+H 466. Calc'd for  $C_{23}H_{14}F_3N_5O_3$ : 465.1.

Example 121

2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-1,2,3,6-tetrahydropyridin-4-yl)-5-trifluoromethyl-phenyl]-nicotinamide

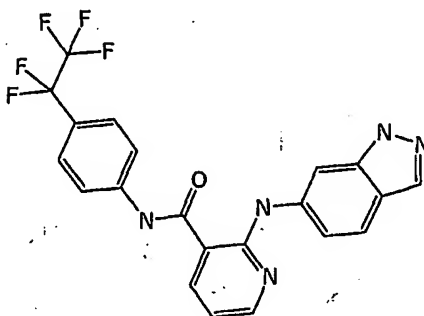
M+H, 493; M-H, 491; Calc'd for  $C_{26}H_{23}F_3N_6O$ : 492.

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Example 122

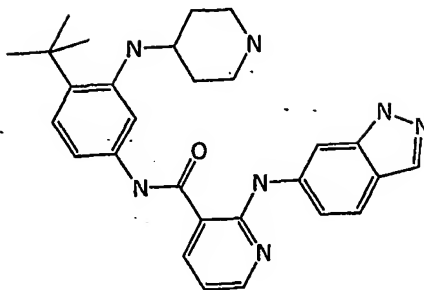
2-(1H-Indazol-6-ylamino)-N-(1H-indol-7-yl)-nicotinamide

MS: 369 (M+1). Calc'd. for  $C_{21}H_{16}N_6O$ -368.4.

Example 123

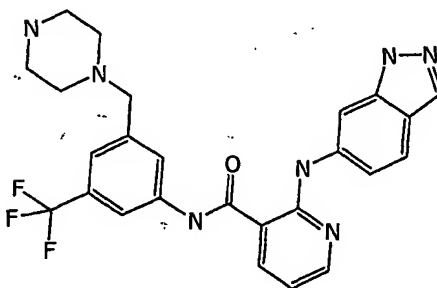
2-(1H-Indazol-6-ylamino)-N-(4-pentafluoroethyl-phenyl)-  
nicotinamide

M+H 448. Calc'd for  $C_{21}H_{14}F_5N_5O$ : 447.

Example 124

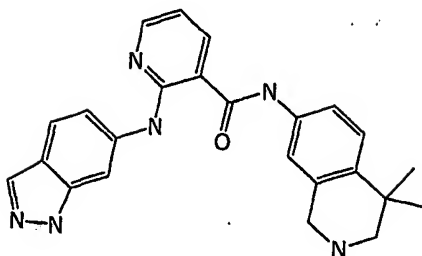
**N-[4-tert-Butyl-3-(piperidin-4-ylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide**

MS (ES<sup>+</sup>): 484 (M+H), Calc'd for C<sub>28</sub>H<sub>33</sub>N<sub>7</sub>O - 483.6.

Example 125

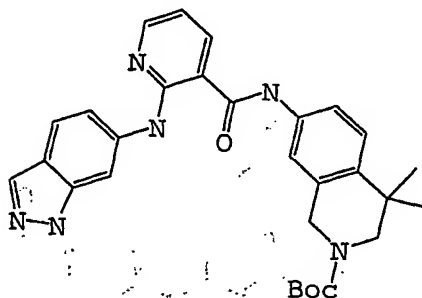
**2-(1H-Indazol-6-ylamino)-N-(3-piperazin-1-ylmethyl-5-trifluoromethyl-phenyl)-nicotinamide**

M+H 496.3; Calc'd for C<sub>25</sub>H<sub>24</sub>F<sub>3</sub>N<sub>7</sub>O: 495.2.

Example 126

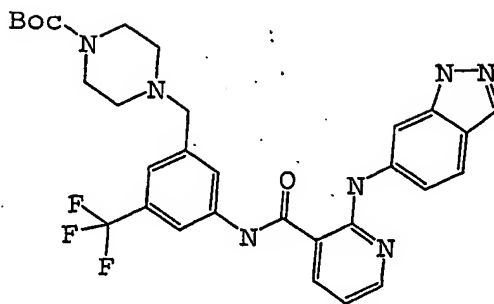
N-(4,4-Dimethyl-1,2,3,4-tetrahydro-isoquinolin-7-yl)-2-(1H-indazol-6-ylamino)-nicotinamide

M+H 413.4. Calc'd for  $C_{24}H_{24}N_6O$ : 412.2.

Example 127

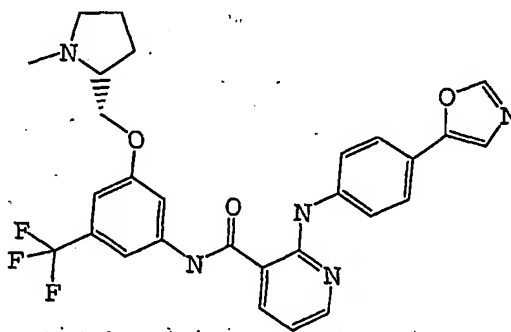
N-(1-Boc-4,4-Dimethyl-1,2,3,4-tetrahydro-isoquinolin-7-yl)-2-(1H-indazol-6-ylamino)-nicotinamide

M+H 513. Calc'd for  $C_{29}H_{32}N_6O_3$ : 512.2.

Example 128

**2-(1H-Indazol-6-ylamino)-N-[3-(4-Boc-piperazin-1-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide**

M+H 596.4; Calc'd for  $C_{30}H_{32}F_3N_7O_3$ : 595.2.

Example 129

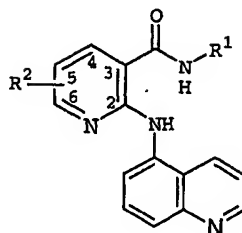
**N-[3-(1-Methyl-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-2-(4-oxazol-5-yl-phenylamino)-nicotinamide**

M+H 538.2. Calc'd for  $C_{28}H_{26}F_3N_5O_3$ : 537.2.

Other compounds included in this invention are set forth in Tables 1-4 below.

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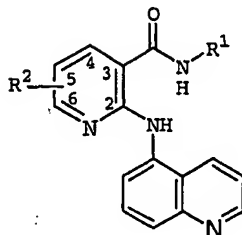
Table 1.



5	#	R <sup>1</sup>	R <sup>2</sup>
	130.	2-chlorophenyl	H
	131.	4-benzimidazolyl	H
	132.	5-benzimidazolyl	H
	133.	7-benzimidazolyl	H
10	134.	2-chlorophenyl	5-F
	135.	3-isoquinolinyl	5-F
	136.	2-quinolinyl	5-F
	137.	2-benzthiazolyl	5-F
	138.	2-benzimidazolyl	5-F
15	139.	4-benzimidazolyl	5-F
	140.	5-benzimidazolyl	5-F
	141.	6-benzimidazolyl	5-F
	142.	7-benzimidazolyl	5-F
	143.	4-chlorophenyl	3-pyridyl
20	144.	4-pyridyl	H
	145.	4-pyridyl	6-CH <sub>3</sub>
	146.	4-chlorophenyl-	5-Cl
	147.	3,4-dichlorophenyl-	5-F
	148.	4-fluorophenyl	6-CH <sub>3</sub>
25	149.	3-chlorophenyl	6-F
	150.	3-fluorophenyl	6-F
	151.	3-fluoro-4-methoxyphenyl	6-CH <sub>3</sub>
	152.	3-fluoro-4-methylphenyl	6-Cl

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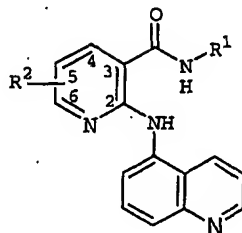
Table 1. (cont.)



5	#	R <sup>1</sup>	R <sup>2</sup>
	153.	4-phenoxyphenyl	H
	154.	3-phenoxyphenyl	H
	155.	4-biphenyl	H
	156.	4-cyclohexylphenyl	H
10	157.	2-quinolyl	H
	158.	3-isoquinolyl	H
	159.	3-quinolyl	H
	160.	1-isoquinolyl	H
	161.	5-quinolyl	H
15	162.	5-isoquinolyl	H
	163.	6-quinolyl	H
	164.	6-isoquinolyl	H
	165.	7-quinolyl	H
	166.	7-isoquinolyl	H
20	167.	4-quinolyl	H
	168.	4-isoquinolyl	H
	169.	4-pyridyl	H
	170.	4-pyrimidinyl	H
	171.	2-pyrimidinyl	H
25	172.	6-pyrimidinyl	H
	173.	4-pyridazinyl	H
	174.	5-pyridazinyl	H
	175.	4-indolyl	H
	176.	5-isoindolyl	H
30	177.	5-naphthyridinyl	H
	178.	6-quinozalinyl	H

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Table 1. (cont.)

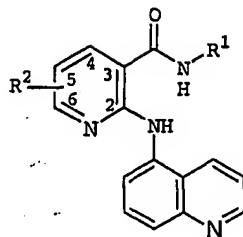


5	#	R <sup>1</sup>	R <sup>2</sup>
	179.	6-isoquinolyl	H
	180.	4-naphthyridinyl	H
	181.	5-quinozalinyl	H
	182.	4-naphthyridinyl	H
10	183.	7-tetrahydroquinolinyl	H
	184.	6-indazolyl	H
	185.	6-isoindolyl	H
	186.	5-indazolyl	H
	187.	5-isoindolyl	H
15	188.	6-benzothienyl	H
	189.	6-benzofuryl	H
	190.	5-benzothienyl	H
	191.	5-benzofuryl	H
	192.	2-benzimidazolyl	H
20	193.	2-benzoxazolyl	H
	194.	2-benzthiazolyl	H
	195.	6-benzimidazolyl	H
	196.	6-benzoxazolyl	H
	197.	6-benzthiazolyl	H
25	198.	2-quinazolinyl	H
	199.	3-(phenoxy)-6-pyridyl	H
	200.	4-(phenylcarbonyl)phenyl	H
	201.	4-(phenylamino)phenyl	H
	202.	4-cyclohexyloxyphenyl	H



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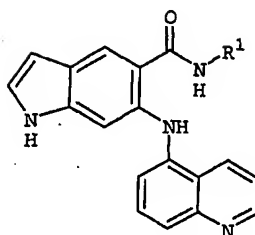
Table 1. (cont.)



5	#	R <sup>1</sup>	R <sup>2</sup>
	203.	4-(3-thienyl)phenyl	H
	204.	4-(pyrazol-3-yl)phenyl	H
	205.	4-chlorophenyl	6-Cl
	206.	4-pyridyl	6-Cl
10	207.	3-methoxyphenyl	6-Cl
	208.	4-hydroxyphenyl	6-Cl
	209.	3-hydroxyphenyl	H
	210.	2-hydroxyphenyl	H
	211.	4-chlorophenyl	6-phenyl
15	212.	4-phenoxyphenyl	6-F
	213.	4-biphenyl	6-phenyl
	214.	4-hydroxyphenyl	6-phenyl
	215.	4-cyclohexylphenyl	6-F
	216.	3-isoquinolyl	6-phenyl
20	217.	4-piperidinylmethylphenyl	H
	218.	4-morpholinylmethylphenyl	H

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Table 2a.



5

# R<sup>1</sup>

219. 4-chlorophenyl

220. 3,4-dichlorophenyl

10 221. 4-phenoxyphenyl

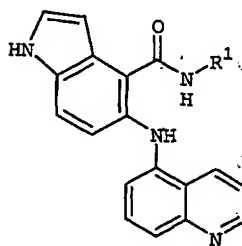
222. 4-biphenyl

223. 4-cyclohexylphenyl

224. 3-isoquinolyl

15

Table 2b.

20 # R<sup>1</sup>

225. 4-chlorophenyl

226. 3,4-dichlorophenyl

227. 4-phenoxyphenyl

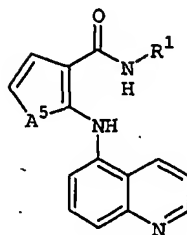
25 228. 4-biphenyl

229. 4-cyclohexylphenyl

230. 3-isoquinolyl

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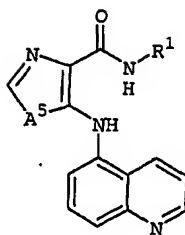
Table 2c.



5	#	R <sup>1</sup>	A <sup>5</sup>
	231.	4-chlorophenyl	NH
	232.	3,4-dichlorophenyl	NH
10	233.	4-phenoxyphenyl	NH
	234.	4-biphenyl	NH
	235.	4-cyclohexylphenyl	NH
	236.	3-isoquinolyl	NH
	237.	4-chlorophenyl	O
15	238.	3,4-dichlorophenyl	O
	239.	4-phenoxyphenyl	O
	240.	4-biphenyl	O
	241.	4-cyclohexylphenyl	O
	242.	3-isoquinolyl	O
20	243.	3,4-dichlorophenyl	S
	244.	4-phenoxyphenyl	S
	245.	4-biphenyl	S
	246.	4-cyclohexylphenyl	S
	247.	3-isoquinolyl	S
25			

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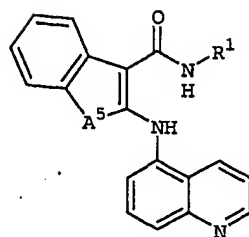
Table 2d.



5	#	R <sup>1</sup>	A <sup>5</sup>
	248.	4-chlorophenyl	NH
	249.	3,4-dichlorophenyl	NH
	250.	4-phenoxyphenyl	NH
10	251.	4-biphenyl	NH
	252.	4-cyclohexylphenyl	NH
	253.	3-isoquinolyl	NH
	254.	4-chlorophenyl	O
	255.	3,4-dichlorophenyl	O
15	256.	4-phenoxyphenyl	O
	257.	4-biphenyl	O
	258.	4-cyclohexylphenyl	O
	259.	3-isoquinolyl	O
	260.	3,4-dichlorophenyl	S
20	261.	4-phenoxyphenyl	S
	262.	4-biphenyl	S
	263.	4-cyclohexylphenyl	S
	264.	3-isoquinolyl	S

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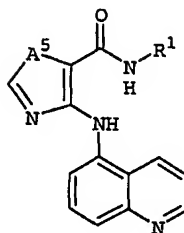
Table 2e.



5		
	#	R <sup>1</sup>
		A <sup>5</sup>
	265.	4-chlorophenyl
	266.	3,4-dichlorophenyl
10	267.	4-phenoxyphenyl
	268.	4-biphenyl
	269.	4-cyclohexylphenyl
	270.	3-isoquinolyl
	271.	4-chlorophenyl
15	272.	3,4-dichlorophenyl
	273.	4-phenoxyphenyl
	274.	4-biphenyl
	275.	4-cyclohexylphenyl
	276.	3-isoquinolyl
20	277.	3,4-dichlorophenyl
	278.	4-phenoxyphenyl
	279.	4-biphenyl
	280.	4-cyclohexylphenyl
	281.	3-isoquinolyl
25		

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Table 2f.

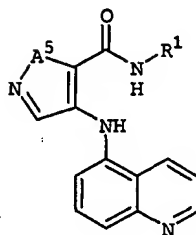


5	#	R¹	A⁵
	282.	4-chlorophenyl	NH
	283.	3,4-dichlorophenyl	NH
	284.	4-phenoxyphenyl	NH
10	285.	4-biphenyl	NH
	286.	4-cyclohexylphenyl	NH
	287.	3-isoquinolyl	NH
	288.	4-chlorophenyl	O
	289.	3,4-dichlorophenyl	O
15	290.	4-phenoxyphenyl	O
	291.	4-biphenyl	O
	292.	4-cyclohexylphenyl	O
	293.	3-isoquinolyl	O
	294.	3,4-dichlorophenyl	S
20	295.	4-phenoxyphenyl	S
	296.	4-biphenyl	S
	297.	4-cyclohexylphenyl	S
	298.	3-isoquinolyl	S

25

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Table 2g.

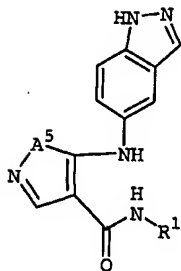


5	#	R <sup>1</sup>	A <sup>5</sup>
	299.	4-chlorophenyl	NH
	300.	3,4-dichlorophenyl	NH
	301.	4-phenoxyphenyl	NH
10	302.	4-biphenyl	NH
	303.	4-cyclohexylphenyl	NH
	304.	3-isoquinolyl	NH
	305.	4-chlorophenyl	O
	306.	3,4-dichlorophenyl	O
15	307.	4-phenoxyphenyl	O
	308.	4-biphenyl	O
	309.	4-cyclohexylphenyl	O
	310.	3-isoquinolyl	O

20

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Table 2h.

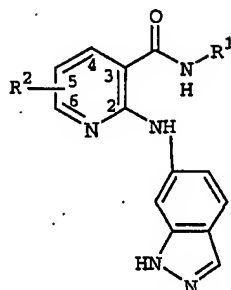


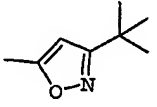
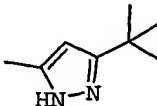
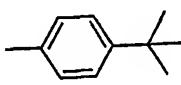
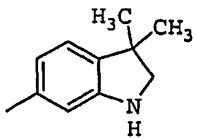
5	#	R <sup>1</sup>	A <sup>5</sup>
	311.	4-chlorophenyl	NCH <sub>3</sub>
	312.	3,4-dichlorophenyl	NCH <sub>3</sub>
	313.	4-phenoxyphenyl	NH
	314.	4-biphenyl	NH
10	315.	4-cyclohexylphenyl	NH
	316.	4-tertbutylphenyl	NCH <sub>3</sub>
	317.	4-chlorophenyl	O
	318.	3,4-dichlorophenyl	O
	319.	4-phenoxyphenyl	O
15	320.	4-biphenyl	O
	321.	4-cyclohexylphenyl	O
	322.	3-isoquinolyl	O



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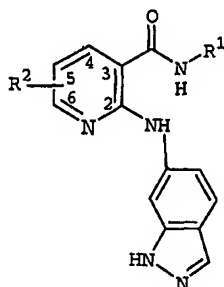
Table 3.



5	#	R <sup>1</sup>	R <sup>2</sup>
	323.	4-chlorophenyl	5-Br
	324.	3-chlorophenyl	H
	325.	3-chlorophenyl	5-Br
10	326.	3-isoquinolyl	H
	327.	3-isoquinolyl	5-Br
	328.	4-phenoxyphenyl	5-Br
	329.		5-Br
	330.		H
15	331.		5-Br
	332.		5-Br
	333.	4-chlorophenyl	6-Cl
	334.	3,4-dichlorophenyl	H
	335.	4-fluorophenyl	H
20	336.	3-fluorophenyl	H
	337.	3-fluoro-4-methoxyphenyl	H
	338.	3-fluoro-4-methylphenyl	H

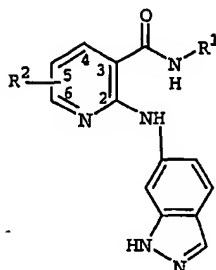
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Table 3. cont.



5	#	R <sup>1</sup>	R <sup>2</sup>
	339.	3-phenoxyphenyl	H
	340.	4-cyclohexylphenyl	H
	341.	2-quinolyl	H
10	342.	3-quinolyl	H
	343.	1-isoquinolyl	H
	344.	5-quinolyl	H
	345.	5-isoquinolyl	H
	346.	6-quinolyl	H
15	347.	6-isoquinolyl	H
	348.	7-quinolyl	H
	349.	7-isoquinolyl	H
	350.	4-quinolyl	H
	351.	4-isoquinolyl	H
20	352.	4-pyridyl	H
	353.	4-pyrimidinyl	H
	354.	2-pyrimidinyl	H
	355.	6-pyrimidinyl	H
	356.	4-pyridazinyl	H
25	357.	5-pyridazinyl	H
	358.	4-indolyl	H
	359.	5-isoindolyl	H
	360.	5-naphthyridinyl	H
	361.	6-quinozaliny	H
30	362.	6-isoquinolyl	H
	363.	4-naphthyridinyl	H

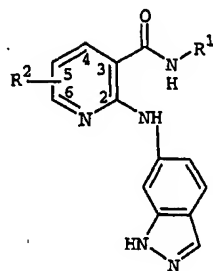
Table 3. (cont.)



5	#	R <sup>1</sup>	R <sup>2</sup>
	364.	5-quinozaliny1	H
	365.	4-naphthyridiny1	H
	366.	tetrahydroquinoliny1	H
10	367.	6-indazolyl	H
	368.	6-isoindolyl	H
	369.	5-indazolyl	H
	370.	5-isoindolyl	H
	371.	6-benzothienyl	H
15	372.	6-benzofuryl	H
	373.	5-benzothienyl	H
	374.	5-benzofuryl	H
	375.	6-benzthiazolyl	H
	376.	2-quinazolinyl	H
20	377.	3-(phenoxy)-6-pyridyl	H
	378.	4-(phenylcarbonyl)phenyl	H
	379.	4-(phenylamino)phenyl	H
	380.	cyclohexyloxyphenyl	H
	381.	4-(3-thienyl)phenyl	H
25	382.	4-(pyrazol-3-yl)phenyl	6-CH <sub>3</sub>
	383.	2-benzimidazolyl	H
	384.	2-benzoxazolyl	H
	385.	2-benzthiazolyl	H
	386.	6-benzimidazolyl	H
30	387.	6-benzoxazolyl	H

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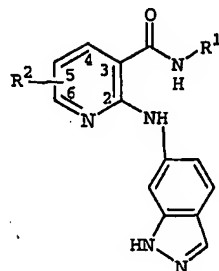
Table 3. (cont.)



5	#	R <sup>1</sup>	R <sup>2</sup>
	388.	 <chem>CC1=CC=C(C=C1)N(C(C)(C)C)CCN2CCCCC2</chem>	H
	389.	 <chem>CC1=CC=C(C=C1)OC(C(C)(C)C)CCN2CCCCC2</chem>	H
	390.	 <chem>CC1=CC=C(C=C1)OC(C(C)(C)C)CCN2CCCCC2</chem>	H
	391.	 <chem>CC1=CC=C(C=C1)CC(C(C)(C)C)CCN2CCCCC2</chem>	H
	392.	 <chem>CC1=CC=C(C=C1)N(C(C)(C)C)CCN(C)C2CCCCC2</chem>	5-Br
10	393.	 <chem>CC1=CC=C(C=C1)N(C(C)(C)C)CCN(C)C2CCCCC2</chem>	H
	394.	 <chem>CC1=CC=C(C=C1)OC(C(C)(C)C)CCN(C)C2CCCCC2</chem>	H
	395.	 <chem>CC1=CC=C(C=C1)N(C(C)(C)C)CCN(C)C2CCCCC2</chem>	H

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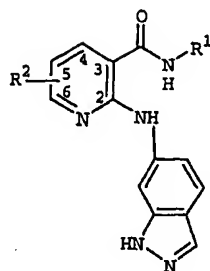
Table 3. (cont.)



5	#	R <sup>1</sup>	R <sup>2</sup>
	396.		H
	397.		H
	398.		H
10	399.		5-Br
	400.		H
	401.		H

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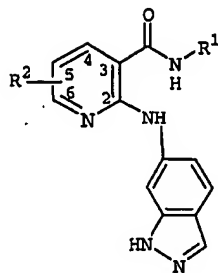
Table 3. (cont.)



5	#	$\text{R}^1$	$\text{R}^2$
	402.		5-Br
	403.		5-Br
	404.		5-Br
	405.		H
10	406.		H
	407.		H

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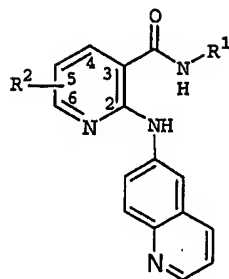
Table 3. (cont.)



5	#	R <sup>1</sup>	R <sup>2</sup>
	408.		H
	409.		H
	410.		H
	411.		H

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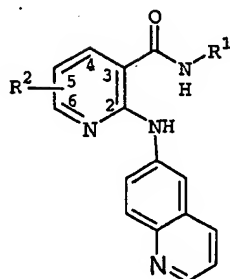
Table 4.



5	#	R <sup>1</sup>	R <sup>2</sup>
	412.	4-chlorophenyl	6-Cl
	413.	3,4-dichlorophenyl	5-Cl
	414.	4-fluorophenyl	H
	415.	3-chlorophenyl	H
10	416.	3-fluorophenyl	H
	417.	3-fluoro-4-methoxyphenyl	H
	418.	3-fluoro-4-methylphenyl	H
	419.	4-phenoxyphenyl	H
	420.	3-phenoxyphenyl	H
15	421.	4-biphenyl	H
	422.	4-cyclohexylphenyl	H
	423.	2-quinolyl	H
	424.	3-isoquinolyl	H
	425.	3-quinolyl	H
20	426.	1-isoquinolyl	H
	427.	5-quinolyl	H
	428.	5-isoquinolyl	H
	429.	6-quinolyl	H
	430.	6-isoquinolyl	H
25	431.	7-quinolyl	H
	432.	7-isoquinolyl	H
	433.	4-quinolyl	H
	434.	4-isoquinolyl	H
	435.	4-pyridyl	H
30	436.	4-pyrimidinyl	H



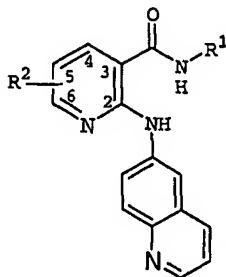
Table 4. (cont.)



5			
	#	R <sup>1</sup>	R <sup>2</sup>
	437.	2-pyrimidinyl	H
	438.	6-pyrimidinyl	H
	439.	4-pyridazinyl	H
10	440.	5-pyridazinyl	H
	441.	4-indolyl	H
	442.	5-isoindolyl	H
	443.	5-naphthyridinyl	H
	444.	6-quinozalinyl	H
15	445.	6-isoquinolyl	H
	446.	4-naphthyridinyl	H
	447.	5-quinozalinyl	H
	448.	4-naphthyridinyl	H
	449.	tetrahydroquinoliny	H
20	450.	6-indazolyl	H
	451.	6-isoindolyl	H
	452.	5-indazolyl	H
	453.	5-isoindolyl	H
	454.	6-benzothienyl	H
25	455.	6-benzofuryl	H
	456.	5-benzothienyl	H
	457.	5-benzofuryl	H
	458.	2-benzimidazolyl	H
	459.	2-benzoxazolyl	H
30	460.	2-benzthiazolyl	H

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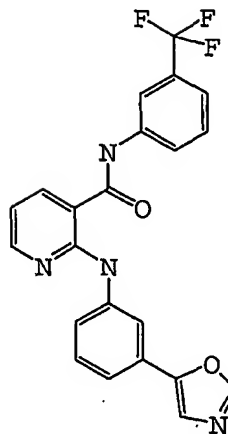
Table 4. (cont.)



5	#	$R^1$	$R^2$
	461.	6-benzimidazolyl	H
	462.	6-benzoxazolyl	H
	463.	6-benzthiazolyl	H
	464.	2-quinazolinyl	H
10	465.	3-(phenoxy)-6-pyridyl	H
	466.	4-(phenylcarbonyl)phenyl	H
	467.	4-(phenylamino)phenyl	H
	468.	cyclohexyloxyphenyl	H
	469.	4-(3-thienyl)phenyl	H
15	470.	4-(pyrazol-3-yl)phenyl	H
	471.	4-chlorophenyl	EtO <sub>2</sub> CCH=CH-
	472.	4-chlorophenyl	5-Br

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## Example 473

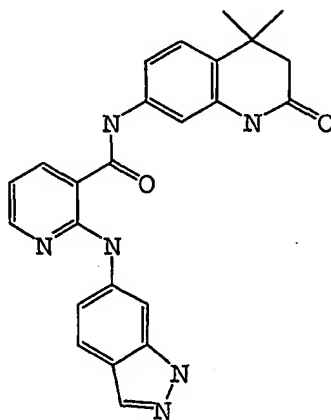


5           2-(3-Oxazol-5-yl-phenylamino)-N-(3-trifluoromethyl-phenyl)-nicotinamide

ms: 447.4 [M+Na]<sup>+</sup>, 424.9 [M+H]<sup>+</sup>. Calc'd for C<sub>22</sub>H<sub>15</sub>F<sub>3</sub>N<sub>4</sub>O<sub>2</sub> 424.4.

10

## Example 474

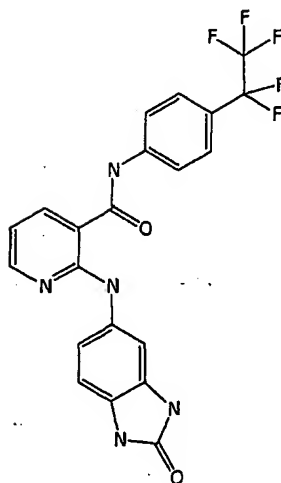


15           N-(4,4-Dimethyl-2-oxo-1,2,3,4-tetrahydro-quinolin-7-yl)-2-(1H-indazol-6-ylamino)-nicotinamide

[M+H]<sup>+</sup> of 427.1. Calc'd for C<sub>24</sub>H<sub>22</sub>N<sub>6</sub>O<sub>2</sub>: 426.2.

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## Example 475



5

2-(2-Oxo-2,3-dihydro-1H-benzimidazol-5-ylamino)-N-(4-pentafluoroethyl-phenyl)-nicotinamide

M+H 464. Calc'd for  $C_{21}H_{14}F_5N_5O_2$ : 463.1.

10

Although the pharmacological properties of the compounds of Formula I-X vary with structural change, in general, activity possessed by compounds of Formula I-X may be demonstrated *in vivo*. The pharmacological properties of the compounds of this invention may be confirmed by a number of pharmacological *in vitro* assays. The exemplified pharmacological assays which follow have been carried out with the compounds according to the invention and their salts. Compounds of the present invention showed inhibition of KDR at doses less than 50  $\mu$ m.

20

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## BIOLOGICAL EVALUATION

5

## HUVEC Proliferation Assay

Human Umbilical Vein Endothelial cells are purchased from Clonetics, Inc., as cryopreserved cells harvested from a pool of donors. These cells, at passage 1, are thawed and expanded in EBM-2 complete medium, until passage 2 or 3. The cells are trypsinized, washed in DMEM + 10% FBS + antibiotics, and spun at 1000 rpm for 10 min. Prior to centrifugation of the cells, a small amount is collected for a cell count. After centrifugation, the medium is discarded, and the cells are resuspended in the appropriate volume of DMEM + 10% FBS + antibiotics to achieve a concentration of  $3 \times 10^5$  cells/mL. Another cell count is performed to confirm the cell concentration. The cells are diluted to  $3 \times 10^4$  cells/mL in DMEM + 10% FBS + antibiotics, and 100  $\mu$ L of cells are added to a 96-well plate. The cells are incubated at 37°C for 22 h.

Prior to the completion of the incubation period, compound dilutions are prepared. Five-point, five-fold serial dilutions are prepared in DMSO, at concentrations 400-fold greater than the final concentrations desired. 2.5  $\mu$ L of each compound dilution are diluted further in a total of 1 mL DMEM + 10% FBS + antibiotics (400x dilution). Medium containing 0.25% DMSO is also prepared for the 0  $\mu$ M compound sample. At the 22-hour timepoint, the medium is removed from the cells, and 100  $\mu$ L of each compound dilution is added. The cells are incubated at 37°C for 2-3 h.

During the compound pre-incubation period, the growth factors are diluted to the appropriate concentrations. Solutions of DMEM + 10% FBS + antibiotics, containing either VEGF or bFGF at the following concentrations: 50, 10, 2, 0.4, 0.08, and 0 ng/mL are prepared. For the compound-

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treated cells, solutions of VEGF at 550 ng/mL or bFGF at 220 ng/mL for 50 ng/mL or 20 ng/mL final concentrations, respectively, are prepared since 10  $\mu$ L of each will be added to the cells (110  $\mu$ L final volume). At the appropriate time  
5 after adding the compounds, the growth factors are added. VEGF is added to one set of plates, while bFGF is added to another set of plates. For the growth factor control curves, the media on wells B4-G6 of plates 1 and 2 are replaced with media containing VEGF or bFGF at the varying  
10 concentrations (50 - 0 ng/mL). The cells are incubated at 37°C for an additional 72 h.

At the completion of the 72 h incubation period, the medium is removed, and the cells are washed twice with PBS. After the second wash with PBS, the plates are tapped gently  
15 to remove excess PBS, and the cells are placed at -70°C for at least 30 min. The cells are thawed and analyzed using the CyQuant fluorescent dye (Molecular Probes C-7026), following the manufacturer's recommendations. The plates are read on a Victor/Wallac 1420 workstation at 485 nm/530  
20 nm (excitation/emission). Raw data are collected and analyzed using a 4-parameter fit equation in XLFit. IC<sub>50</sub> values are then determined.

The compounds of examples 3, 5-10, 13-14, 20, 22-25, 27-28, 31, 36-39, 40-43, 45-46, 48, 50-51, 54-57, 61-68, 70-  
25 83, 84-90, 92-108, 110-111, 115-116, 118, 120-121, 123-126 and 406-411 inhibited VEGF-stimulated HUVEC proliferation at a level below 50 nm.

#### Angiogenesis Model

30 To determine the effects of the present compounds on angiogenesis in vivo, selective compounds are tested in the rat corneal neovascularization micropocket model or the

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angiogenesis assay of Passaniti, Lab. Invest., 67, 519-28 (1992).

#### Rat Corneal Neovascularization Micropocket Model

5           **In Life Aspects:** Female Sprague Dawley rats weighing approximately 250 g were randomized into one of five treatment groups. Pretreatment with the vehicle or compound was administered orally, 24 h prior to surgery and continued  
10 once a day for seven additional days. On the day of surgery, the rats were temporarily anesthetized in an Isoflurane gas chamber (delivering 2.5 liters/min oxygen + 5% Isoflurane). An othoscope was then placed inside the mouth of the animal to visualize the vocal cords. A tip-  
15 blunted wire was advanced in between the vocal cords and used as a guide for the placement of an endotracheal Teflon tube (Small Parts Inc. TFE-standard Wall R-SWTT-18). A volume-controlled ventilator (Harvard Apparatus, Inc. Model 683) was connected to the endotracheal tube to deliver a  
20 mixture of oxygen and 3% Isoflurane. Upon achieving deep anesthesia, the whiskers were cut short and the eye areas and eyes gently washed with Betadine soap and rinsed with sterile saline. The corneas were irrigated with one to two drops of Proparacaine HCl ophthalmic topical anesthetic  
25 solution (0.5%) (Bausch and Lomb Pharmaceuticals, Tampa FL). The rat was then positioned under the dissecting microscope and the corneal surface brought into focus. A vertical incision was made on the midline of the cornea using a diamond blade knife. A pocket was created by using fine  
30 scissors to separate the connective tissue layers of the stroma, tunneling towards the limbus of the eye. The distance between the apex of the pocket and the limbus was approximately 1.5 mm. After the pocket had been made, the soaked nitrocellulose disk filter (Gelman Sciences, Ann  
35 Arbor MI.) was inserted under the lip of the pocket. This

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surgical procedure was performed on both eyes. rHu-bFGF soaked disks were placed into the right eye, and the rHu-VEGF soaked disks were placed into the left eye. Vehicle soaked disks were placed in both eyes. The disk was pushed  
5 into position at the desired distance from the limbal vessels. Ophthalmic antibiotic ointment was applied to the eye to prevent drying and infection. After seven days, the rats were euthanized by CO<sub>2</sub> asphyxiation, and the eyes enucleated. The retinal hemisphere of the eye was windowed  
10 to facilitate fixation, and the eye placed into formalin overnight.

**Post Mortem Aspects:** After twenty-four hours in fixative, the corneal region of interest was dissected out from the eye, using fine forceps and a razorblade. The  
15 retinal hemisphere was trimmed off and the lens extracted and discarded. The corneal dome was bisected and the superfluous cornea trimmed off. The iris, conjunctiva and associated limbal glands were then carefully teased away. Final cuts were made to generate a square 3x3mm containing  
20 the disk, the limbus, and the entire zone of neovascularization.

**Gross Image Recording:** The corneal specimens were digitally photographed using a Sony CatsEye DKC5000 camera (A.G. Heinz, Irvine CA) mounted on a Nikon SMZ-U stereo  
25 microscope (A.G. Heinz). The corneas were submerged in distilled water and photographed via trans-illumination at approximately 5.0 diameters magnification.

**Image analysis:** Numerical endpoints were generated using digital micrographs collected from the whole mount  
30 corneas after trimming and were used for image analysis on the Metamorph image analysis system (Universal Imaging Corporation, West Chester PA). Three measurements were taken: Disk placement distance from the limbus, number of vessels intersecting a 2.0mm perpendicular line at the



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midpoint of the disk placement distance, and percent blood vessel area of the diffusion determined by thresholding.

**General Formulations:**

**0.1% BSA in PBS vehicle:** 0.025 g of BSA was added to 25.0 ml  
5 of sterile 1X phosphate buffered saline, gently shaken until  
fully dissolved, and filtered at 0.2  $\mu\text{m}$ . Individual 1.0 ml  
samples were aliquoted into 25 single use vials, and stored  
at  $-20^{\circ}\text{C}$  until use. For the rHu-bFGF disks, a vial of this  
0.1% BSA solution was allowed to thaw at room temperature.  
10 Once thawed, 10  $\mu\text{l}$  of a 100 mM stock solution of DTT was  
added to the 1 ml BSA vial to yield a final concentration of  
1 mM DTT in 0.1% BSA.

**rHu-VEGF Dilutions:**

15 Prior to the disk implant surgery, 23.8  $\mu\text{l}$  of the 0.1% BSA  
vehicle above was added to a 10  $\mu\text{g}$  rHu-VEGF lyophilized vial  
yielding a final concentration of 10  $\mu\text{M}$ .

**rHu-bFGF: Stock concentration of 180 ng/ $\mu\text{l}$ :**

R&D rHu- bFGF: Added 139  $\mu\text{l}$  of the appropriate vehicle above  
20 to the 25  $\mu\text{g}$  vial lyophilized vial. 13.3  $\mu\text{l}$  of the [180  
ng/ $\mu\text{l}$ ] stock vial and added 26.6  $\mu\text{l}$  of vehicle to yield a  
final concentration of 3.75  $\mu\text{M}$  concentration.

**Nitro-cellulose disk preparation:** The tip of a 20-gauge  
needle was cut off square and beveled with emery paper to  
25 create a punch. This tip was then used to cut out  $\approx 0.5\text{mm}$   
diameter disks from a nitrocellulose filter paper sheet  
(Gelman Sciences). Prepared disks were then placed into  
Eppendorf microfuge tubes containing solutions of either  
0.1% BSA in PBS vehicle, 10  $\mu\text{M}$  rHu-VEGF (R&D Systems,  
30 Minneapolis, MN), or 3.75  $\mu\text{M}$  rHu-bFGF (R&D Systems,  
Minneapolis, MN) and allowed to soak for 45-60 min before  
use. Each nitrocellulose filter disk absorbs approximately  
0.1  $\mu\text{l}$  of solution.

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In the rat micropocket assay, compounds of the present invention will inhibit angiogenesis at a dose of less than 50 mg/kg/day.

5

**Tumor model**

A431 cells (ATCC) are expanded in culture, harvested and injected subcutaneously into 5-8 week old female nude mice (CD1 nu/nu, Charles River Labs) (n=5-15). Subsequent  
10 administration of compound by oral gavage (10 - 200 mpk/dose) begins anywhere from day 0 to day 29 post tumor cell challenge and generally continues either once or twice a day for the duration of the experiment. Progression of tumor growth is followed by three dimensional caliper  
15 measurements and recorded as a function of time. Initial statistical analysis is done by repeated measures analysis of variance (RMANOVA), followed by Scheffe post hoc testing for multiple comparisons. Vehicle alone (Ora-Plus, pH 2.0) is the negative control. Compounds of the present invention  
20 are active at doses less than 150 mpk.

**Rat Adjuvant Arthritis Model:**

The rat adjuvant arthritis model (Pearson, Proc. Soc.  
25 Exp. Biol. 91, 95-101 (1956)) is used to test the anti-arthritic activity of compounds of the formula 1, or salts thereof. Adjuvant Arthritis can be treated using two different dosing schedules: either (i) starting time of immunization with adjuvant (prophylactic dosing); or from  
30 day 15 when the arthritic response is already established (therapeutic dosing). Preferably a therapeutic dosing schedule is used.

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### Rat Carrageenan-induced Analgesia Test

The rat carrageenan analgesia test was performed with materials, reagents and procedures essentially as described by Hargreaves, et al., (Pain, 32, 77 (1988)). Male Sprague-Dawley rats were treated as previously described for the Carrageenan Foot Pad Edema test. Three hours after the injection of the carrageenan, the rats were placed in a special plexiglass container with a transparent floor having a high intensity lamp as a radiant heat source, positionable under the floor. After an initial twenty minute period, thermal stimulation was begun on either the injected foot or on the contralateral uninjected foot. A photoelectric cell turned off the lamp and timer when light was interrupted by paw withdrawal. The time until the rat withdraws its foot was then measured. The withdrawal latency in seconds was determined for the control and drug-treated groups, and percent inhibition of the hyperalgesic foot withdrawal determined.

### Formulations

Also embraced within this invention is a class of pharmaceutical compositions comprising the active compounds of Formula I-X in association with one or more non-toxic, pharmaceutically-acceptable carriers and/or diluents and/or adjuvants (collectively referred to herein as "carrier" materials) and, if desired, other active ingredients. The active compounds of the present invention may be administered by any suitable route, preferably in the form of a pharmaceutical composition adapted to such a route, and in a dose effective for the treatment intended. The compounds and compositions of the present invention may, for example, be administered orally, mucosally, topically,

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rectally, pulmonarily such as by inhalation spray, or parentally including intravascularly, intravenously, intraperitoneally, subcutaneously, intramuscularly intrasternally and infusion techniques, in dosage unit  
5 formulations containing conventional pharmaceutically acceptable carriers, adjuvants, and vehicles.

The pharmaceutically active compounds of this invention can be processed in accordance with conventional methods of pharmacy to produce medicinal agents for  
10 administration to patients, including humans and other mammals.

For oral administration, the pharmaceutical composition may be in the form of, for example, a tablet, capsule, suspension or liquid. The pharmaceutical  
15 composition is preferably made in the form of a dosage unit containing a particular amount of the active ingredient. Examples of such dosage units are tablets or capsules. For example, these may contain an amount of active ingredient from about 1 to 2000 mg, preferably from about 1 to 500 mg  
20 or 5 to 1000 mg. A suitable daily dose for a human or other mammal may vary widely depending on the condition of the patient and other factors, but, once again, can be determined using routine methods.

The amount of compounds which are administered and the  
25 dosage regimen for treating a disease condition with the compounds and/or compositions of this invention depends on a variety of factors, including the age, weight, sex and medical condition of the subject, the type of disease, the severity of the disease, the route and frequency of  
30 administration, and the particular compound employed. Thus, the dosage regimen may vary widely, but can be determined routinely using standard methods. A daily dose of about 0.01 to 500 mg/kg, preferably between about 0.1 and about 50 mg/kg, and more preferably about 0.1 and about 20 mg/kg

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body weight may be appropriate. The daily dose can be administered in one to four doses per day.

For therapeutic purposes, the active compounds of this invention are ordinarily combined with one or more  
5 adjuvants appropriate to the indicated route of administration. If administered per os, the compounds may be admixed with lactose, sucrose, starch powder, cellulose esters of alkanolic acids, cellulose alkyl esters, talc, stearic acid, magnesium stearate, magnesium oxide, sodium  
10 and calcium salts of phosphoric and sulfuric acids, gelatin, acacia gum, sodium alginate, polyvinylpyrrolidone, and/or polyvinyl alcohol, and then tableted or encapsulated for convenient administration. Such capsules or tablets may contain a controlled-release formulation as may be provided  
15 in a dispersion of active compound in hydroxypropylmethyl cellulose.

In the case of psoriasis and other skin conditions, it may be preferable to apply a topical preparation of compounds of this invention to the affected area two to  
20 four times a day.

Formulations suitable for topical administration include liquid or semi-liquid preparations suitable for penetration through the skin (e.g., liniments, lotions, ointments, creams, or pastes) and drops suitable for  
25 administration to the eye, ear, or nose. A suitable topical dose of active ingredient of a compound of the invention is 0.1 mg to 150 mg administered one to four, preferably one or two times daily. For topical administration, the active ingredient may comprise from  
30 0.001% to 10% w/w, e.g., from 1% to 2% by weight of the formulation, although it may comprise as much as 10% w/w, but preferably not more than 5% w/w, and more preferably from 0.1% to 1% of the formulation.

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When formulated in an ointment, the active ingredients may be employed with either paraffinic or a water-miscible ointment base. Alternatively, the active ingredients may be formulated in a cream with an oil-in-water cream base. If  
5 desired, the aqueous phase of the cream base may include, for example at least 30% w/w of a polyhydric alcohol such as propylene glycol, butane-1,3-diol, mannitol, sorbitol, glycerol, polyethylene glycol and mixtures thereof. The topical formulation may desirably include a compound which  
10 enhances absorption or penetration of the active ingredient through the skin or other affected areas. Examples of such dermal penetration enhancers include DMSO and related analogs.

The compounds of this invention can also be  
15 administered by a transdermal device. Preferably, transdermal administration will be accomplished using a patch either of the reservoir and porous membrane type or of a solid matrix variety. In either case, the active agent is delivered continuously from the reservoir or microcapsules through a  
20 membrane into the active agent permeable adhesive, which is in contact with the skin or mucosa of the recipient. If the active agent is absorbed through the skin, a controlled and predetermined flow of the active agent is administered to the recipient. In the case of microcapsules, the  
25 encapsulating agent may also function as the membrane.

The oily phase of the emulsions of this invention may be constituted from known ingredients in a known manner. While the phase may comprise merely an emulsifier, it may comprise a mixture of at least one emulsifier with a fat or  
30 an oil or with both a fat and an oil. Preferably, a hydrophilic emulsifier is included together with a lipophilic emulsifier which acts as a stabilizer. It is also preferred to include both an oil and a fat. Together, the emulsifier(s) with or without stabilizer(s) make-up the

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so-called emulsifying wax, and the wax together with the oil and fat make up the so-called emulsifying ointment base which forms the oily dispersed phase of the cream formulations. Emulsifiers and emulsion stabilizers suitable for use in the formulation of the present invention include Tween 60, Span 80, cetostearyl alcohol, myristyl alcohol, glyceryl monostearate, sodium lauryl sulfate, glyceryl distearate alone or with a wax, or other materials well known in the art.

10       The choice of suitable oils or fats for the formulation is based on achieving the desired cosmetic properties, since the solubility of the active compound in most oils likely to be used in pharmaceutical emulsion formulations is very low. Thus, the cream should preferably  
15 be a non-greasy, non-staining and washable product with suitable consistency to avoid leakage from tubes or other containers. Straight or branched chain, mono- or dibasic alkyl esters such as di-isoadipate, isocetyl stearate, propylene glycol diester of coconut fatty acids, isopropyl  
20 myristate, decyl oleate, isopropyl palmitate, butyl stearate, 2-ethylhexyl palmitate or a blend of branched chain esters may be used. These may be used alone or in combination depending on the properties required.

Alternatively, high melting point lipids such as white soft  
25 paraffin and/or liquid paraffin or other mineral oils can be used.

Formulations suitable for topical administration to the eye also include eye drops wherein the active ingredients are dissolved or suspended in suitable carrier,  
30 especially an aqueous solvent for the active ingredients. The active ingredients are preferably present in such formulations in a concentration of 0.5 to 20%, advantageously 0.5 to 10% and particularly about 1.5% w/w.

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Formulations for parenteral administration may be in the form of aqueous or non-aqueous isotonic sterile injection solutions or suspensions. These solutions and suspensions may be prepared from sterile powders or granules using one or more of the carriers or diluents mentioned for use in the formulations for oral administration or by using other suitable dispersing or wetting agents and suspending agents. The compounds may be dissolved in water, polyethylene glycol, propylene glycol, ethanol, corn oil, cottonseed oil, peanut oil, sesame oil, benzyl alcohol, sodium chloride, tragacanth gum, and/or various buffers. Other adjuvants and modes of administration are well and widely known in the pharmaceutical art. The active ingredient may also be administered by injection as a composition with suitable carriers including saline, dextrose, or water, or with cyclodextrin (ie. Captisol), cosolvent solubilization (ie. propylene glycol) or micellar solubilization (ie. Tween 80).

The sterile injectable preparation may also be a sterile injectable solution or suspension in a non-toxic parenterally acceptable diluent or solvent, for example as a solution in 1,3-butanediol. Among the acceptable vehicles and solvents that may be employed are water, Ringer's solution, and isotonic sodium chloride solution. In addition, sterile, fixed oils are conventionally employed as a solvent or suspending medium. For this purpose any bland fixed oil may be employed, including synthetic mono- or diglycerides. In addition, fatty acids such as oleic acid find use in the preparation of injectables.

For pulmonary administration, the pharmaceutical composition may be administered in the form of an aerosol or with an inhaler including dry powder aerosol.

Suppositories for rectal administration of the drug can be prepared by mixing the drug with a suitable non-



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irritating excipient such as cocoa butter and polyethylene glycols that are solid at ordinary temperatures but liquid at the rectal temperature and will therefore melt in the rectum and release the drug.

5       The pharmaceutical compositions may be subjected to conventional pharmaceutical operations such as sterilization and/or may contain conventional adjuvants, such as preservatives, stabilizers, wetting agents, emulsifiers, buffers etc. Tablets and pills can  
10 additionally be prepared with enteric coatings. Such compositions may also comprise adjuvants, such as wetting, sweetening, flavoring, and perfuming agents.

      The foregoing is merely illustrative of the invention and is not intended to limit the invention to the disclosed  
15 compounds. Variations and changes which are obvious to one skilled in the art are intended to be within the scope and nature of the invention which are defined in the appended claims.

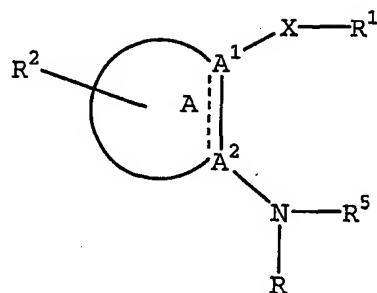
      From the foregoing description, one skilled in the art  
20 can easily ascertain the essential characteristics of this invention, and without departing from the spirit and scope thereof, can make various changes and modifications of the invention to adapt it to various usages and conditions.

      All mentioned references, patents, applications and  
25 publications, are hereby incorporated by reference in their entirety, as if here written.

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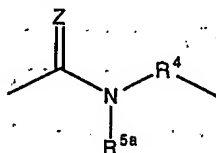
WHAT IS CLAIMED IS:

1. A compound of formula I



wherein each of A<sup>1</sup> and A<sup>2</sup> is independently C, CH or N;  
 wherein ring A is selected from

- a) 5- or 6-membered partially saturated heterocyclyl,
- b) 5- or 6-membered heteroaryl,
- c) 9-, 10- or 11-membered fused partially saturated heterocyclyl,
- d) 9-, 10- or 11-membered fused heteroaryl,
- e) aryl, and
- f) 4-, 5- or 6-membered cycloalkenyl;



wherein X is

wherein Z is oxygen or sulfur;

wherein R is selected from

- a) substituted or unsubstituted 4-6 membered heterocyclyl,
  - b) substituted aryl, and
  - c) substituted or unsubstituted fused 9-14-membered bicyclic or tricyclic heterocyclyl;
- wherein substituted R is substituted with one or more substituents independently selected from halo, -OR<sup>3</sup>,

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-SR<sup>3</sup>, -SO<sub>2</sub>R<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>,  
 -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, cycloalkyl, optionally  
 substituted 3-6 membered heterocyclyl, optionally  
 substituted phenyl, nitro, alkylaminoalkoxyalkoxy,  
 5 cyano, oxox, alkylaminoalkoxy, lower alkyl  
 substituted with R<sup>2</sup>, lower alkenyl substituted with  
 R<sup>2</sup>, and lower alkynyl substituted with R<sup>2</sup>;

wherein R<sup>1</sup> is selected from

- a) substituted or unsubstituted 6-10 membered aryl,
- 10 b) substituted or unsubstituted 4-6 membered  
heterocyclyl,
- c) substituted or unsubstituted 9-14 membered bicyclic or  
tricyclic heterocyclyl,
- d) cycloalkyl, and
- 15 e) cycloalkenyl,

wherein substituted R<sup>1</sup> is substituted with one or more  
 substituents independently selected from halo, -OR<sup>3</sup>,  
 -SR<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -NH(C<sub>1</sub>-C<sub>4</sub>  
 alkylenylR<sup>14</sup>), -SO<sub>2</sub>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -  
 20 NR<sup>3</sup>C(O)R<sup>3</sup>, -NR<sup>3</sup>C(O)NR<sup>3</sup>R<sup>3</sup>, optionally substituted  
 cycloalkyl, optionally substituted 4-6 membered  
 heterocyclyl, optionally substituted phenyl,  
 halosulfonyl, cyano, alkylaminoalkoxy,  
 alkylaminoalkoxyalkoxy, nitro, lower alkyl  
 25 substituted with R<sup>2</sup>, lower alkenyl substituted with  
 R<sup>2</sup>, and lower alkynyl substituted with R<sup>2</sup>;

wherein R<sup>2</sup> is one or more substituents independently selected  
 from H, halo, -OR<sup>3</sup>, oxo, -SR<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -COR<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -  
 NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, cycloalkyl,  
 30 optionally substituted phenylalkylenyl, optionally  
 substituted 4-6 membered heterocyclyl, optionally  
 substituted heteroarylalkylenyl, optionally substituted  
 phenyl, lower alkyl, cyano, lower hydroxyalkyl, lower  
 carboxyalkyl, nitro, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkoxy-C<sub>1-</sub>

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- 6-alkoxy-C<sub>1-6</sub>-alkoxy, lower alkenyl, lower alkynyl, lower aminoalkyl, lower alkylaminoalkyl and lower haloalkyl; wherein R<sup>3</sup> is independently selected from H, lower alkyl, optionally substituted phenyl, optionally substituted 3-6 membered heterocyclyl, optionally substituted C<sub>3</sub>-C<sub>6</sub>-cycloalkyl, optionally substituted phenylalkyl, optionally substituted 3-6 membered heterocyclylalkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkylalkyl, and lower haloalkyl;
- 10 wherein R<sup>4</sup> is selected from a direct bond, C<sub>2-4</sub>-alkylenyl, C<sub>2-4</sub>-alkenylenyl and C<sub>2-4</sub>-alkynylenyl, where one of the CH<sub>2</sub> groups may be replaced with an oxygen atom or an -NH-, wherein R<sup>4</sup> is optionally substituted with hydroxy; wherein R<sup>5</sup> is selected from H, lower alkyl, optionally substituted phenyl and optionally substituted lower aralkyl;
- 15 wherein R<sup>14</sup> is selected from H, optionally substituted phenyl, optionally substituted 4-6 membered heterocyclyl and optionally substituted C<sub>3</sub>-C<sub>6</sub> cycloalkyl;
- 20 and pharmaceutically acceptable derivatives thereof; provided A is not pyridyl when X is -C(O)NH- and when R<sup>1</sup> is 4-[3,5-bis(trifluoromethyl)-1H-pyrazol-1-yl]phenyl when R<sup>5</sup> is methyl and when R is 4-methylpiperidyl; further provided A is not pyridyl when X is -C(O)NH-, when R<sup>5</sup> is H, when R<sup>2</sup> is 6-methyl and when R is indazolyl;
- 25 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, 4-bromophenyl, 2-methylphenyl, 4-methoxyphenyl, when R<sup>5</sup> is H and when R is 4-pyridyl; further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, when R<sup>5</sup> is H and when R is 2-oxobenzopyran-4-yl;
- 30 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, 4-chlorophenyl, 3-nitrophenyl, 4-methoxyphenyl, when R<sup>5</sup> is H and when R is 4-imidazolyl;

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further provided A is not phenyl when X is -C(O)NH-, when R<sup>5</sup> is H, when R<sup>5a</sup> is substituted benzyl and when R is substituted triazinyl;

5 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl or 2-chlorophenyl, when R<sup>5</sup> is H and when R is 4-quinazolinyl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is phenyl, when R<sup>5</sup> is H and when R is isoquinolin-1-yl;

10 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is 2-chlorophenyl or 4-chlorophenyl, when R<sup>5</sup> is H and when R is 3-chloroisoquinolin-1-yl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is 1-ethylpiperid-3-yl or 1-ethylpiperid-4-yl, when R<sup>5</sup> is H and when R is 8-trifluoromethylquinolin-4-yl;

15 further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is 1-ethylpiperid-3-yl, when R<sup>5</sup> is H and when R is 8-chloroquinolin-4-yl;

further provided A is not phenyl when X is -C(O)NH-, when R<sup>1</sup> is halo substituted phenyl, 1-butylpiperid-4-yl, 1-

20 ethylpiperid-3-yl or 1-ethylpiperid-4-yl, when R<sup>5</sup> is H and when R is 7-chloroquinolin-4-yl; and

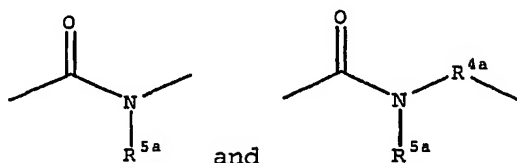
further provided R is not unsubstituted 2-thienyl, unsubstituted 2-pyridyl or unsubstituted 3-pyridyl.

25 2. Compound of Claim 1, and pharmaceutically acceptable derivatives thereof, wherein A is selected from 5- or 6- membered partially saturated heterocyclyl.

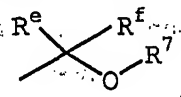
30 3. Compound of Claim 2, wherein A is selected from dihydropyran, dihydrothienyl, dihydrofuryl, oxo-dihydrofuryl, pyrrolinyl, dihydrothiazolyl, dihydro-oxazolyl, dihydro-isothiazolyl, dihydro-isoxazolyl,

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imidazoliny1 and pyrazoliny1; wherein X is selected from



- wherein R is selected from substituted or unsubstituted 5-6 membered heteroaryl comprising one or more nitrogen atoms, substituted phenyl and substituted or unsubstituted 9-10 membered bicyclic or 13-14 membered tricyclic heterocyclyl; wherein substituted R is substituted with one or more substituents independently selected from halo,  $-OR^3$ ,  $-SR^3$ ,  $-SO_2R^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, nitro,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkoxy, cyano,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkoxy,  $C_{1-2}$ -alkyl substituted with  $R^2$ ,  $C_{2-3}$ -alkenyl substituted with  $R^2$ , and  $C_{2-3}$ -alkynyl substituted with  $R^2$ ;
- wherein  $R^1$  is selected from substituted or unsubstituted aryl selected from phenyl, naphthyl, indanyl, indenyl and tetrahydronaphthyl, substituted or unsubstituted 5-6 membered heteroaryl,  $C_{3-6}$ -cycloalkyl, and substituted or unsubstituted 9-14 membered bicyclic or tricyclic heterocyclyl; wherein substituted  $R^1$  is substituted with one or more substituents independently selected from halo,  $-OR^3$ , oxo,  $-SR^3$ ,  $-SO_2R^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-NH(C_{1-4} \text{ alkylenyl}R^3)$ ,  $-(C_{1-4} \text{ alkylenyl})NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkoxy,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkoxy- $C_{1-6}$ -alkoxy, halosulfonyl, optionally substituted 4-6 membered heterocyclylcarbonylalkyl,  $C_{1-4}$ -

- alkoxycarbonylamino- $C_{1-6}$ -alkyl, , optionally substituted  $C_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, optionally substituted phenyl- $C_{1-6}$ -alkylenyl, optionally

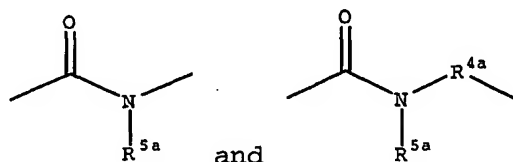
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substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>6</sub>-alkylenyl, 4-6 membered heterocyclyl-C<sub>2</sub>-C<sub>6</sub>-alkenylenyl, C<sub>1-4</sub>-alkyl, cyano, C<sub>1-4</sub>-hydroxyalkyl, nitro and C<sub>1-4</sub>-haloalkyl; wherein R<sup>2</sup> is one or more substituents independently selected from H, halo, -OR<sup>3</sup>, oxo, -SR<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, C<sub>1-6</sub>-alkyl, cyano, C<sub>1-4</sub>-hydroxyalkyl, C<sub>1-4</sub>-carboxyalkyl, nitro, C<sub>2-3</sub>-alkenyl, C<sub>2-3</sub>-alkynyl and C<sub>1-4</sub>-haloalkyl; wherein R<sup>3</sup> is independently selected from H, C<sub>1-4</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-4</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub>-cycloalkyl and C<sub>1-2</sub>-haloalkyl; wherein R<sup>4a</sup> is C<sub>2-4</sub>-alkylenyl, where one of the CH<sub>2</sub> groups may be replaced with an oxygen atom or an -NH-; wherein R<sup>4a</sup> is optionally substituted with hydroxy; wherein R<sup>5</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>5a</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>6</sup> and R<sup>7</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl; and wherein R<sup>7</sup> is selected from H, C<sub>1-6</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-6</sub>-alkyl, optionally substituted cycloalkyl, optionally substituted cycloalkyl-C<sub>1-6</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>6</sub>-alkyl, C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl and C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl, and pharmaceutically acceptable derivatives thereof.

4. Compound of Claim 1, and pharmaceutically acceptable derivatives thereof, wherein A is selected from 5- or 6- membered heteroaryl.

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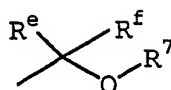
5. Compound of Claim 4, wherein A is selected from pyridyl, pyrazinyl, pyrimidinyl, pyridazinyl, triazinyl, thienyl, furanyl, pyrrolyl, thiazolyl, oxazolyl, imidazolyl, pyrazolyl, isoxazolyl, triazolyl and isothiazolyl; wherein X is selected from



- wherein R is selected from substituted or unsubstituted 5-6 membered heteroaryl comprising one or more nitrogen atoms, substituted phenyl and substituted or unsubstituted 9-10 membered bicyclic or 13-14 membered tricyclic heterocyclyl; wherein substituted R is substituted with one or more substituents independently selected from halo,  $-\text{OR}^3$ ,  $-\text{SR}^3$ ,  $-\text{SO}_2\text{R}^3$ ,  $-\text{CO}_2\text{R}^3$ ,  $-\text{CONR}^3\text{R}^3$ ,  $-\text{COR}^3$ ,  $-\text{NR}^3\text{R}^3$ ,  $-\text{SO}_2\text{NR}^3\text{R}^3$ ,  $-\text{NR}^3\text{C}(\text{O})\text{OR}^3$ ,  $-\text{NR}^3\text{C}(\text{O})\text{R}^3$ ,  $\text{C}_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, nitro,  $\text{C}_{1-4}$ -alkylamino- $\text{C}_{1-4}$ -alkoxy- $\text{C}_{1-4}$ -alkoxy, cyano,  $\text{C}_{1-4}$ -alkylamino- $\text{C}_{1-4}$ -alkoxy,  $\text{C}_{1-2}$ -alkyl substituted with  $\text{R}^2$ ,  $\text{C}_{2-3}$ -alkenyl substituted with  $\text{R}^2$ , and  $\text{C}_{2-3}$ -alkynyl substituted with  $\text{R}^2$ ; wherein  $\text{R}^1$  is selected from substituted or unsubstituted aryl selected from phenyl, naphthyl, indanyl, indenyl and tetrahydronaphthyl, substituted or unsubstituted 5-6 membered heteroaryl,  $\text{C}_{3-6}$ -cycloalkyl, and substituted or unsubstituted 9-14 membered bicyclic or tricyclic heterocyclyl; wherein substituted  $\text{R}^1$  is substituted with one or more substituents independently selected from halo,  $-\text{OR}^3$ , oxo,  $-\text{SR}^3$ ,  $-\text{SO}_2\text{R}^3$ ,  $-\text{CO}_2\text{R}^3$ ,  $-\text{CONR}^3\text{R}^3$ ,  $-\text{COR}^3$ ,  $-\text{NR}^3\text{R}^3$ ,  $-\text{NH}(\text{C}_{1-4}\text{alkylenyl}\text{R}^3)$ ,  $-(\text{C}_{1-4}\text{alkylenyl})\text{NR}^3\text{R}^3$ ,  $-\text{SO}_2\text{NR}^3\text{R}^3$ ,  $-\text{NR}^3\text{C}(\text{O})\text{OR}^3$ ,  $-\text{NR}^3\text{C}(\text{O})\text{R}^3$ ,  $\text{C}_{1-6}$ -alkylamino- $\text{C}_{1-6}$ -alkoxy,  $\text{C}_{1-6}$ -alkylamino- $\text{C}_{1-6}$ -alkoxy- $\text{C}_{1-6}$ -alkoxy, halosulfonyl, optionally substituted 4-6 membered heterocyclylcarbonylalkyl,  $\text{C}_{1-4}$ -



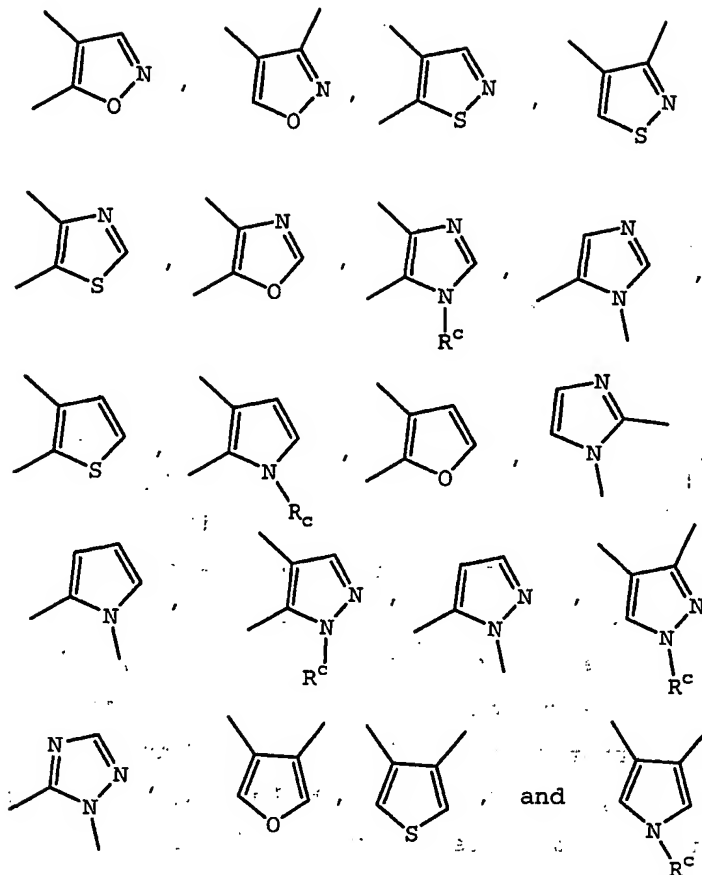
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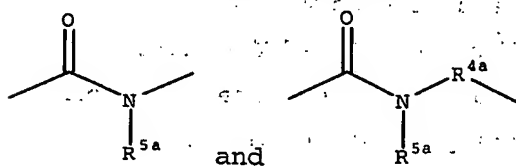
- alkoxycarbonylamino-C<sub>1-6</sub>-alkyl, optionally substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-6</sub>-alkylenyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-6</sub>-alkylenyl, 4-6 membered heterocyclyl-C<sub>2-6</sub>-alkenylenyl, C<sub>1-6</sub>-alkyl, cyano, C<sub>1-4</sub>-hydroxyalkyl, nitro and C<sub>1-4</sub>-haloalkyl; wherein R<sup>2</sup> is one or more substituents independently selected from H, halo, -OR<sup>3</sup>, oxo, -SR<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, C<sub>1-6</sub>-alkyl, cyano, C<sub>1-4</sub>-hydroxyalkyl, C<sub>1-4</sub>-carboxyalkyl, nitro, C<sub>2-3</sub>-alkenyl, C<sub>2-3</sub>-alkynyl and C<sub>1-4</sub>-haloalkyl; wherein R<sup>3</sup> is independently selected from H, C<sub>1-4</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-4</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkyl, optionally substituted C<sub>3-6</sub> cycloalkyl and C<sub>1-2</sub>-haloalkyl; wherein R<sup>4a</sup> is C<sub>2-4</sub>-alkylenyl, where one of the CH<sub>2</sub> groups may be replaced with an oxygen atom or an -NH-; wherein R<sup>4a</sup> is optionally substituted with hydroxy; wherein R<sup>5</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>5a</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl; and wherein R<sup>7</sup> is selected from H, C<sub>1-6</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-6</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-6</sub>-alkyl, C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl and C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl, and pharmaceutically acceptable derivatives thereof.

6. Compound of Claim 1 wherein A is selected from

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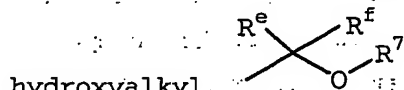
wherein  $R^c$  is selected from H, methyl and optionally  
 5 substituted phenyl; wherein X is selected from



wherein R is selected  
 from substituted or unsubstituted pyrazolyl, triazolyl,  
 pyridyl, pyrimidinyl, and pyridazinyl, substituted phenyl,  
 indazolyl, indolyl, isoindolyl, quinolinyl, isoquinolinyl,  
 10 benzotriazolyl, 2,3-dihydrobenzofuryl, 2-oxo-1,2-  
 dihydroquinol-7-yl, naphthyridinyl and quinazolinyl; wherein  
 substituted R is substituted with one or more substituents  
 independently selected from halo, hydroxy,  $C_{1-4}$ -alkyl,  $C_{1-2}$ -  
 alkoxy, optionally substituted 4-6 membered heterocyclyl- $C_{1-}$   
 15 2-alkoxy, amino,  $C_{1-2}$ -alkylamino, aminosulfonyl,  $-NR^3C(O)OR^3$ ,

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-NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6  
 membered heterocyclyl, optionally substituted phenyl, nitro,  
 C<sub>1-2</sub>-alkylamino-C<sub>1-2</sub>-alkoxy-C<sub>1-2</sub>-alkoxy, cyano, C<sub>1-2</sub>-alkylamino-  
 C<sub>1-2</sub>-alkoxy, C<sub>1-2</sub>-alkylamino-C<sub>1-2</sub>-alkyl, C<sub>1-2</sub>-alkylamino-C<sub>2-3</sub>-  
 5 alkynyl, C<sub>1-2</sub>-hydroxyalkyl, C<sub>1-2</sub>-aminoalkyl, C<sub>1-2</sub>-haloalkyl,  
 optionally substituted 4-6 membered heterocyclyl-C<sub>2-3</sub>-  
 alkenyl, and optionally substituted 4-6 membered  
 heterocyclyl-C<sub>2-3</sub>-alkynyl; wherein R<sup>1</sup> is selected from  
 substituted or unsubstituted aryl selected from phenyl,  
 10 naphthyl, indanyl, indenyl and tetrahydronaphthyl,  
 substituted or unsubstituted 5-6 membered heteroaryl, C<sub>3-6</sub>-  
 cycloalkyl, and substituted or unsubstituted 9-10 membered  
 bicyclic or 13-14 membered tricyclic heterocyclyl; wherein  
 substituted R<sup>1</sup> is substituted with one or more substituents  
 15 independently selected from halo, C<sub>1-6</sub>-alkyl, optionally  
 substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl,  
 optionally substituted phenyl-C<sub>1-4</sub>-alkylenyl, C<sub>1-2</sub>-  
 haloalkoxy, optionally substituted phenyloxy, optionally  
 substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylenyl,  
 20 optionally substituted 4-6 membered heterocyclyl-C<sub>2-4</sub>-  
 alkenylenyl, optionally substituted 4-6 membered  
 heterocyclyl, optionally substituted 4-6 membered  
 heterocycliloxy, optionally substituted 4-6 membered  
 heterocyclylsulfonyl, optionally substituted 4-6 membered  
 25 heterocyclylamino, optionally substituted 4-6 membered  
 heterocyclylcarbonyl, optionally substituted 4-6 membered  
 heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-  
 aminoalkyl, nitro, amino, hydroxy, oxo, cyano,  
 aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
 30 alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-  
 alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-  
 alkoxy carbonyl, C<sub>1-4</sub>-alkoxy carbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-



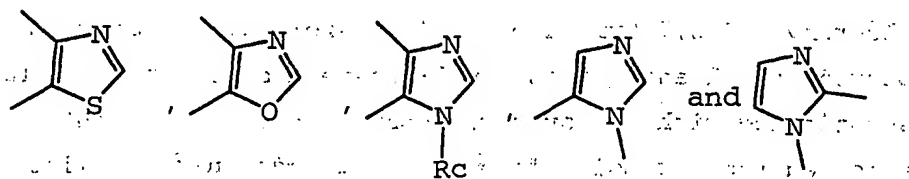
hydroxyalkyl, and C<sub>1-4</sub>-alkoxy; wherein R<sup>2</sup> is one

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or more substituents independently selected from H, halo, hydroxy, C<sub>1-2</sub>-alkoxy, C<sub>1-2</sub>-haloalkoxy, amino, C<sub>1-2</sub>-alkylamino, optionally substituted 4-6 membered heterocyclyl-C<sub>1-2</sub>-alkylamino, aminosulfonyl, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, C<sub>1-4</sub>-alkyl, cyano, C<sub>1-2</sub>-hydroxyalkyl, C<sub>1-3</sub>-carboxyalkyl, nitro, C<sub>2-3</sub>-alkenyl, C<sub>2-3</sub>-alkynyl and C<sub>1-2</sub>-haloalkyl; wherein R<sup>3</sup> is independently selected from H, C<sub>1-4</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-4</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkyl, optionally substituted C<sub>3-6</sub> cycloalkyl and C<sub>1-2</sub>-haloalkyl; wherein R<sup>4a</sup> is C<sub>2-3</sub>-alkylenyl where one of the CH<sub>2</sub> groups may be replaced with an oxygen atom or an -NH-, wherein R<sup>4a</sup> is optionally substituted with hydroxy; wherein R<sup>5</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>5a</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl; and wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl, and pharmaceutically acceptable derivatives thereof.

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7. Compound of Claim 6 wherein A is selected from



wherein R<sup>e</sup> is selected from H, methyl and optionally substituted phenyl; wherein X is -C(O)-NH-; wherein R is selected from substituted or unsubstituted 4-pyridyl, 3-

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pyridyl, 2-pyridyl, triazolyl, 4-pyrimidinyl, 4-pyridazinyl, optionally substituted (heterocyclyl-substituted phenyl), 5-indazolyl, 4-quinolyl, 5-quinolyl, 6-quinolyl, indolyl, isoindolyl, benzotriazolyl, 2,3-dihydrobenzofuryl, 2-oxo-  
5 1,2-dihydroquinol-7-yl, quinoxaliny, 4-isoquinolyl, 5-isoquinolyl, naphthyridinyl and 6-isoquinolyl; wherein substituted R is substituted with one or more substituents independently selected from chloro, fluoro, bromo, hydroxy, methoxy, ethoxy, amino, dimethylamino, diethylamino, 1-  
10 methylpiperidinylmethoxy, aminosulfonyl, cyclohexyl, dimethylaminopropynyl, dimethylaminoethoxy, 3-(4-morpholinyl)propyn-1-yl, dimethylaminoethoxyethoxy, optionally substituted piperidinyl, morpholinyl, optionally substituted piperazinyl, optionally substituted phenyl,  
15 methyl, ethyl, propyl, cyano, hydroxymethyl, aminomethyl, nitro and trifluoromethyl; wherein R<sup>1</sup> is selected from substituted or unsubstituted phenyl, indanyl, tetrahydronaphthyl, naphthyl, indazolyl, indolyl, 2,1,3-benzothiadiazolyl, cyclohexyl, isoxazolyl, pyrazolyl,  
20 thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydroisoquinolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, benzothienyl, benzofuryl, benzimidazolyl, dihydro-benzimidazolyl, benzoxazolyl, benzthiazolyl,  
25 isoquinolyl, quinolyl, tetrahydroquinolyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-azafluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, benzodioxanyl and quinazolinyl; wherein substituted R<sup>1</sup> is substituted with one or more substituents independently  
30 selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl,

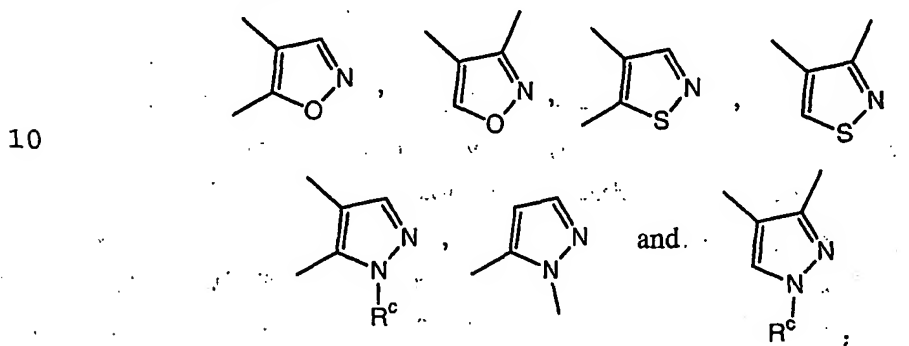
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piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl, pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl, aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenoxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and ethoxy; and wherein R<sup>2</sup> is one or more substituents independently selected from H, chloro, fluoro, bromo,

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hydroxy, methoxy, ethoxy, trifluoromethoxy, oxo, amino, dimethylamino, aminosulfonyl, carboxymethyl, cyclopropyl, optionally substituted phenyl, methyl, ethyl, propyl, cyano, hydroxymethyl, nitro, propenyl, propynyl and trifluoromethyl  
 5 and unsubstituted or substituted heteroaryl selected from thienyl, furanyl, pyridyl, imidazolyl, and pyrazolyl; and pharmaceutically acceptable derivatives thereof.

8. Compound of Claim 6 wherein A is selected from



wherein  $R^c$  is selected from H, methyl and optionally substituted phenyl; wherein X is  $-C(O)-NH-$ ; wherein R is  
 15 selected from substituted or unsubstituted 4-pyridyl, 3-pyridyl, 2-pyridyl, triazolyl, 4-pyrimidinyl, 4-pyridazinyl, optionally substituted (heterocyclyl-substituted phenyl), 5-indazolyl, 4-quinolyl, 5-quinolyl, 6-quinolyl, indolyl, isoindolyl, benzotriazolyl, 2,3-dihydrobenzofuryl, 2-oxo-  
 20 1,2-dihydroquinol-7-yl, quinoxalyl, 4-isoquinolyl, 5-isoquinolyl, naphthyridinyl and 6-isoquinolyl; wherein substituted R is substituted with one or more substituents independently selected from chloro, fluoro, bromo, hydroxy, methoxy, ethoxy, amino, dimethylamino, diethylamino, 1-  
 25 methylpiperidinylmethoxy, aminosulfonyl, cyclohexyl, dimethylaminopropynyl, dimethylaminoethoxy, 3-(4-morpholinyl)propyn-1-yl, dimethylaminoethoxyethoxy, optionally substituted piperidinyl, morpholinyl, optionally

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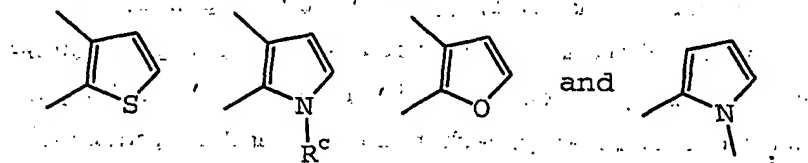
- substituted piperazinyl, optionally substituted phenyl, methyl, ethyl, propyl, cyano, hydroxymethyl, aminomethyl, nitro and trifluoromethyl; wherein R<sup>1</sup> is selected from substituted or unsubstituted phenyl, indanyl,
- 5 tetrahydronaphthyl, naphthyl, indazolyl, indolyl, 2,1,3-benzothiadiazolyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-
- 10 isoquinolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, benzothienyl, benzofuryl, benzimidazolyl, dihydro-benzimidazolyl, benzoxazolyl, benzthiazolyl, isoquinolyl, quinolyl, tetrahydroquinolyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-
- 15 fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, benzodioxanyl and quinazolinyl; wherein substituted R<sup>1</sup> is substituted with one or more substituents independently selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl,
- 20 phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-
- 25 Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl,
- 30 pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl,



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aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl),  
 5 imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-  
 10 di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy,  
 15 phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and  
 20 ethoxy; and wherein  $R^2$  is one or more substituents independently selected from H, chloro, fluoro, bromo, hydroxy, methoxy, ethoxy, trifluoromethoxy, oxo, amino, dimethylamino, aminosulfonyl, carboxymethyl, cyclopropyl, optionally substituted phenyl, methyl, ethyl, propyl, cyano,  
 25 hydroxymethyl, nitro, propenyl, propynyl and trifluoromethyl and unsubstituted or substituted heteroaryl selected from thienyl, furanyl, pyridyl, imidazolyl, and pyrazolyl; and pharmaceutically acceptable derivatives thereof.

30 9. Compound of Claim 6 wherein A is selected from



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wherein R<sup>c</sup> is selected from H, methyl and optionally substituted phenyl; wherein X is -C(O)-NH-; wherein R is selected from substituted or unsubstituted 4-pyridyl, 3-pyridyl, 2-pyridyl, triazolyl, 4-pyrimidinyl, 4-pyridazinyl, optionally substituted (heterocyclyl-substituted phenyl), 5-indazolyl, 4-quinolyl, 5-quinolyl, 6-quinolyl, indolyl, isoindolyl, benzotriazolyl, 2,3-dihydrobenzofuryl, 2-oxo-1,2-dihydroquinol-7-yl, quinozaliny, 4-isoquinolyl, 5-isoquinolyl, naphthyridinyl and 6-isoquinolyl; wherein substituted R is substituted with one or more substituents independently selected from chloro, fluoro, bromo, hydroxy, methoxy, ethoxy, amino, dimethylamino, diethylamino, 1-methylpiperidinylmethoxy, aminosulfonyl, cyclohexyl, dimethylaminopropynyl, dimethylaminoethoxy, 3-(4-morpholinyl)propyn-1-yl, dimethylaminoethoxyethoxy, optionally substituted piperidinyl, morpholinyl, optionally substituted piperazinyl, optionally substituted phenyl, methyl, ethyl, propyl, cyano, hydroxymethyl, aminomethyl, nitro and trifluoromethyl; wherein R<sup>1</sup> is selected from substituted or unsubstituted phenyl, indanyl, tetrahydronaphthyl, naphthyl, indazolyl, indolyl, 2,1,3-benzothiadiazolyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, benzothienyl, benzofuryl, benzimidazolyl, dihydro-benzimidazolyl, benzoxazolyl, benzthiazolyl, isoquinolyl, quinolyl, tetrahydroquinolyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, benzodioxanyl and quinazolinyl; wherein substituted R<sup>1</sup> is substituted with one or more substituents independently selected from bromo, chloro, fluoro, iodo, nitro, amino,

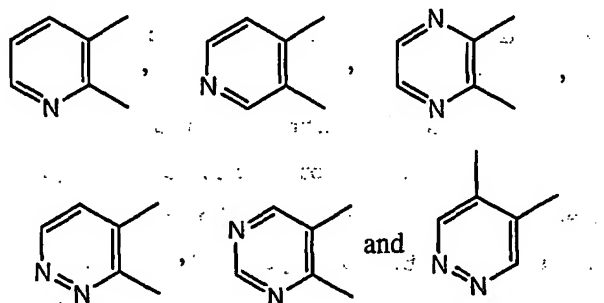
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cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo,  
 aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl,  
 phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-  
 4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl,  
 5 piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-  
 methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-  
 (4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-  
 Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-  
 piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-  
 10 4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-  
 ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl,  
 pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl,  
 pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-  
 pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl,  
 15 pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl,  
 methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-  
 methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl,  
 aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-  
 ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-  
 20 methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-  
 methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl),  
 imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
 hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-  
 butyl, sec-butyl, trifluoromethyl, pentafluoroethyl,  
 25 nonafluorobutyl, dimethylaminopropyl, 1,1-  
 di(trifluoromethyl)-1-hydroxymethyl, 1,1-  
 di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-  
 di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-  
 hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-  
 30 aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
 isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy,  
 phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy,  
 pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-  
 ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-

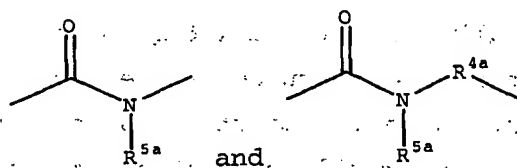
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2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and ethoxy; and wherein  $R^2$  is one or more substituents independently selected from H, chloro, fluoro, bromo, hydroxy, methoxy, ethoxy, trifluoromethoxy, oxo, amino, dimethylamino, aminosulfonyl, carboxymethyl, cyclopropyl, optionally substituted phenyl, methyl, ethyl, propyl, cyano, hydroxymethyl, nitro, propenyl, propynyl and trifluoromethyl and unsubstituted or substituted heteroaryl selected from thienyl, furanyl, pyridyl, imidazolyl, and pyrazolyl; and pharmaceutically acceptable derivatives thereof.

10. Compound of Claim 1, wherein A is selected from



wherein X is selected from

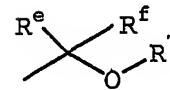


wherein R is selected from substituted or unsubstituted pyrazolyl, triazolyl, pyridyl, pyrimidinyl, and pyridazinyl, substituted phenyl, indazolyl, indolyl, isoindolyl, quinolinyl, isoquinolinyl, benzotriazolyl, 2,3-dihydrobenzofuryl, 2-oxo-1,2-dihydroquinol-7-yl, naphthyridinyl and quinazolinyl; wherein substituted R is substituted with one or more substituents independently selected from halo, hydroxy,  $C_{1-4}$ -alkyl,  $C_{1-2}$ -alkoxy,

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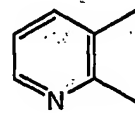
- optionally substituted 4-6 membered heterocyclyl-C<sub>1-2</sub>-alkoxy, amino, C<sub>1-2</sub>-alkylamino, aminosulfonyl, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, nitro,
- 5 C<sub>1-2</sub>-alkylamino-C<sub>1-2</sub>-alkoxy-C<sub>1-2</sub>-alkoxy, cyano, C<sub>1-2</sub>-alkylamino-C<sub>1-2</sub>-alkoxy, C<sub>1-2</sub>-alkylamino-C<sub>1-2</sub>-alkyl, C<sub>1-2</sub>-alkylamino-C<sub>2-3</sub>-alkynyl, C<sub>1-2</sub>-hydroxyalkyl, C<sub>1-2</sub>-aminoalkyl, C<sub>1-2</sub>-haloalkyl, optionally substituted 4-6 membered heterocyclyl-C<sub>2-3</sub>-alkenyl, and optionally substituted 4-6 membered
- 10 heterocyclyl-C<sub>2-3</sub>-alkynyl; wherein R<sup>1</sup> is selected from substituted or unsubstituted aryl selected from phenyl, naphthyl, indanyl, indenyl and tetrahydronaphthyl, substituted or unsubstituted 5-6 membered heteroaryl, C<sub>3-6</sub>-cycloalkyl, and substituted or unsubstituted 9-10 membered
- 15 bicyclic or 13-14 membered tricyclic heterocyclyl; wherein substituted R<sup>1</sup> is substituted with one or more substituents independently selected from halo, C<sub>1-6</sub>-alkyl, optionally substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-C<sub>4</sub></sub>-alkylenyl, C<sub>1-2</sub>-
- 20 haloalkoxy, optionally substituted phenyloxy, optionally substituted 4-6 membered heterocyclyl-C<sub>1-C<sub>4</sub></sub>-alkylenyl, optionally substituted 4-6 membered heterocyclyl-C<sub>2-C<sub>4</sub></sub>-alkenylenyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered
- 25 heterocycliloxy, optionally substituted 4-6 membered heterocyclylsulfonyl, optionally substituted 4-6 membered heterocyclylamino, optionally substituted 4-6 membered heterocyclylcarbonyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-
- 30 aminoalkyl, nitro, amino, hydroxy, cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-

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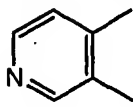


- alkoxycarbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-hydroxyalkyl, and C<sub>1-4</sub>-alkoxy; wherein R<sup>2</sup> is one or more substituents independently selected from H, halo, hydroxy, C<sub>1-2</sub>-alkoxy, C<sub>1-2</sub>-haloalkoxy, amino, C<sub>1-2</sub>-alkylamino, optionally
- 5 substituted 4-6 membered heterocyclyl-C<sub>1-2</sub>-alkylamino, aminosulfonyl, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, C<sub>1-4</sub>-alkyl, cyano, C<sub>1-2</sub>-hydroxyalkyl, C<sub>1-3</sub>-carboxyalkyl, nitro, C<sub>2-3</sub>-alkenyl, C<sub>2-3</sub>-alkynyl and C<sub>1-2</sub>-haloalkyl; wherein R<sup>3</sup> is
- 10 independently selected from H, C<sub>1-4</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-4</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkyl, optionally substituted C<sub>3-6</sub> cycloalkyl and C<sub>1-2</sub>-haloalkyl; wherein R<sup>4a</sup> is
- 15 C<sub>2-3</sub>-alkylenyl where one of the CH<sub>2</sub> groups may be replaced with an oxygen atom or an -NH-, wherein R<sup>4a</sup> is optionally substituted with hydroxy; wherein R<sup>5</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>5a</sup> is selected from H and C<sub>1-2</sub>-alkyl; wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-
- 20 haloalkyl; and wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-
- 25 alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl, and pharmaceutically acceptable derivatives thereof.

11. Compound of Claim 10, wherein A is



, or



; wherein X is -C(O)-NH-; wherein R is selected

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from substituted or unsubstituted 4-pyridyl, 3-pyridyl, 2-pyridyl, triazolyl, 4-pyrimidinyl, 4-pyridazinyl, optionally substituted (heterocyclyl-substituted phenyl), 5-indazolyl, 4-quinolyl, 5-quinolyl, 6-quinolyl, indolyl, isoindolyl, 5 benzotriazolyl, 2,3-dihydrobenzofuryl, 2-oxo-1,2-dihydroquinol-7-yl, quinoxalyl, 4-isoquinolyl, 5-isoquinolyl, naphthyridinyl and 6-isoquinolyl; wherein substituted R is substituted with one or more substituents independently selected from chloro, fluoro, bromo, hydroxy, 10 methoxy, ethoxy, amino, dimethylamino, diethylamino, 1-methylpiperidinylmethoxy, aminosulfonyl, cyclohexyl, dimethylaminopropynyl, dimethylaminoethoxy, 3-(4-morpholinyl)propyn-1-yl, dimethylaminoethoxyethoxy, optionally substituted piperidinyl, morpholinyl, optionally substituted piperazinyl, optionally substituted phenyl, 15 methyl, ethyl, propyl, cyano, hydroxymethyl, aminomethyl, nitro and trifluoromethyl; wherein R<sup>1</sup> is selected from substituted or unsubstituted phenyl, indanyl, tetrahydronaphthyl, naphthyl, indazolyl, indolyl, 2,1,3-benzothiadiazolyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 2-oxo-1,2-dihydroquinol-7-yl, 1,2,3,4-tetrahydro-isoquinolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, benzothienyl, benzofuryl, benzimidazolyl, 25 dihydro-benzimidazolyl, benzoxazolyl, benzthiazolyl, isoquinolyl, quinolyl, tetrahydroquinolyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, benzodioxanyl and quinazolinyl; wherein substituted R<sup>1</sup> is 30 substituted with one or more substituents independently selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-

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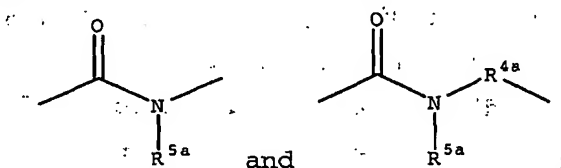
4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-  
5 Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl,  
10 pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl,  
15 aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
20 hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-  
25 hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy,  
30 pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and ethoxy; and wherein R<sup>2</sup> is one or more substituents.



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independently selected from H, chloro, fluoro, bromo, hydroxy, methoxy, ethoxy, trifluoromethoxy, oxo, amino, dimethylamino, aminosulfonyl, carboxymethyl, cyclopropyl, optionally substituted phenyl, methyl, ethyl, propyl, cyano, hydroxymethyl, nitro, propenyl, propynyl, trifluoromethyl and unsubstituted or substituted heteroaryl selected from thienyl, furanyl, pyridyl, imidazolyl, and pyrazolyl; and pharmaceutically acceptable derivatives thereof.

12. Compound of Claim 1 wherein A is 9- or 10-membered fused partially saturated heterocyclyl or 9- or 10-membered fused heteroaryl; wherein X is selected from

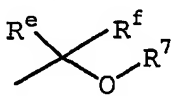


wherein R is selected from substituted or

unsubstituted 5-6 membered heteroaryl comprising one or more nitrogen atoms, substituted phenyl and substituted or unsubstituted 9-10 membered bicyclic or 13-14 membered tricyclic heterocyclyl; wherein substituted R is substituted with one or more substituents independently selected from halo,  $-OR^3$ ,  $-SR^3$ ,  $-SO_2R^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, nitro,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkoxy, cyano,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkoxy,  $C_{1-2}$ -alkyl substituted with  $R^2$ ,  $C_{2-3}$ -alkenyl substituted with  $R^2$ , and  $C_{2-3}$ -alkynyl substituted with  $R^2$ ; wherein  $R^1$  is selected from substituted or unsubstituted aryl selected from phenyl, naphthyl, indanyl, indenyl and tetrahydronaphthyl, substituted or unsubstituted 5-6 membered heteroaryl,  $C_{3-6}$ -cycloalkyl, and substituted or unsubstituted 9-14 membered bicyclic or tricyclic heterocyclyl; wherein substituted  $R^1$

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is substituted with one or more substituents independently selected from halo,  $-OR^3$ , oxo,  $-SR^3$ ,  $-SO_2R^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-NH(C_1-C_4 \text{ alkylenyl}R^3)$ ,  $-(C_1-C_4 \text{ alkylenyl})NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_1-C_6$ -alkylamino- $C_1-C_6$ -alkoxy,  $C_1-C_6$ -alkylamino- $C_1-C_6$ -alkoxy- $C_1-C_6$ -alkoxy, halosulfonyl, optionally substituted 4-6 membered heterocyclylcarbonylalkyl,  $C_1-4$ -alkoxycarbonylamino- $C_1-6$ -

alkyl, , optionally substituted  $C_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, optionally substituted phenyl- $C_{1-6}$ -alkylenyl, optionally substituted 4-6 membered heterocyclyl- $C_1-C_6$ -alkylenyl, 4-6 membered heterocyclyl- $C_2-C_6$ -alkenylenyl,  $C_1-6$ -alkyl, cyano,  $C_1-4$ -hydroxyalkyl, nitro and  $C_1-4$ -haloalkyl; wherein  $R^2$  is one or more substituents independently selected from H, halo,  $-OR^3$ , oxo,  $-SR^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl,  $C_1-6$ -alkyl, cyano,  $C_1-4$ -hydroxyalkyl,  $C_1-4$ -carboxyalkyl, nitro,  $C_{2-3}$ -alkenyl,  $C_{2-3}$ -alkynyl and  $C_1-4$ -haloalkyl; wherein  $R^3$  is independently selected from H,  $C_1-4$ -alkyl, optionally substituted phenyl, optionally substituted phenyl- $C_{1-4}$ -alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl- $C_{1-4}$ -alkyl, optionally substituted  $C_3-C_6$  cycloalkyl and  $C_{1-2}$ -haloalkyl; wherein  $R^{4a}$  is  $C_{2-4}$ -alkylenyl, where one of the  $CH_2$  groups may be replaced with an oxygen atom or an  $-NH-$ ; wherein  $R^{4a}$  is optionally substituted with hydroxy; wherein  $R^5$  is selected from H and  $C_{1-2}$ -alkyl; wherein  $R^{5a}$  is selected from H and  $C_{1-2}$ -alkyl; wherein  $R^e$  and  $R^f$  are independently selected from H and  $C_{1-2}$ -haloalkyl; and wherein  $R^7$  is selected from H,  $C_{1-6}$ -alkyl, optionally substituted phenyl, optionally substituted phenyl- $C_{1-6}$ -alkyl, optionally substituted 4-6 membered

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heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>6</sub>-alkyl, C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl and C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl, and pharmaceutically acceptable derivatives thereof.

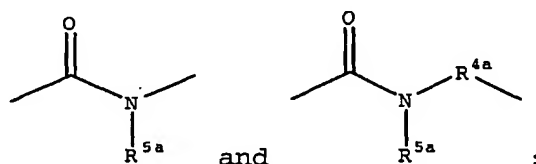
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13. Compound of Claim 12 wherein A is selected from benzothienyl, benzofuryl, benzimidazolyl, benzoxazolyl, benzthiazolyl, indazolyl, indolyl, isoindolyl, quinolyl, isoquinolyl, naphthpyridinyl, tetrahydroquinolyl, quinoxalinyl and quinazolinyl; and pharmaceutically acceptable salts thereof.

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14. Compound of Claim 1, wherein A is 5- or 6-membered cycloalkenyl; wherein X is selected from

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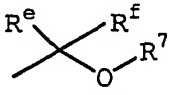
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wherein R is selected from substituted or unsubstituted 5-6 membered heteroaryl comprising one or more nitrogen atoms, substituted phenyl and substituted or unsubstituted 9-10 membered bicyclic or 13-14 membered tricyclic heterocyclyl; wherein substituted R is substituted with one or more substituents independently selected from halo, -OR<sup>3</sup>, -SR<sup>3</sup>, -SO<sub>2</sub>R<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, nitro, C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkoxy, cyano, C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkoxy, C<sub>1-2</sub>-alkyl substituted with R<sup>2</sup>, C<sub>2-3</sub>-alkenyl substituted with R<sup>2</sup>, and C<sub>2-3</sub>-alkynyl substituted with R<sup>2</sup>; wherein R<sup>1</sup> is selected from substituted or unsubstituted aryl selected from phenyl, naphthyl, indanyl, indenyl and tetrahydronaphthyl, substituted or unsubstituted 5-6 membered heteroaryl, C<sub>3-6</sub>-

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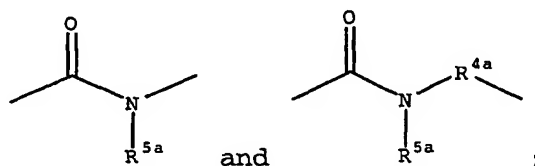
cycloalkyl, and substituted or unsubstituted 9-14 membered bicyclic or tricyclic heterocyclyl; wherein substituted  $R^1$  is substituted with one or more substituents independently selected from halo,  $-OR^3$ , oxo,  $-SR^3$ ,  $-SO_2R^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  
 5  $-COR^3$ ,  $-NR^3R^3$ ,  $-NH(C_1-C_4 \text{ alkylenyl}R^3)$ ,  $-(C_1-C_4 \text{ alkylenyl})NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_1-C_6$ -alkylamino- $C_1-C_6$ -alkoxy,  $C_1-C_6$ -alkylamino- $C_1-C_6$ -alkoxy- $C_1-C_6$ -alkoxy, halosulfonyl, optionally substituted 4-6 membered heterocyclylcarbonylalkyl,  $C_{1-4}$ -alkoxycarbonylamino- $C_{1-6}$ -

- 10 alkyl, , optionally substituted  $C_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, optionally substituted phenyl- $C_{1-6}$ -alkylenyl, optionally substituted 4-6 membered heterocyclyl- $C_{1-6}$ -alkylenyl, 4-6 membered heterocyclyl- $C_{2-6}$ -alkenylenyl,  
 15  $C_{1-4}$ -alkyl, cyano,  $C_{1-4}$ -hydroxyalkyl, nitro and  $C_{1-4}$ -haloalkyl; wherein  $R^2$  is one or more substituents independently selected from H, halo,  $-OR^3$ , oxo,  $-SR^3$ ,  $-CO_2R^3$ ,  $-CONR^3R^3$ ,  $-COR^3$ ,  $-NR^3R^3$ ,  $-SO_2NR^3R^3$ ,  $-NR^3C(O)OR^3$ ,  $-NR^3C(O)R^3$ ,  $C_{3-6}$ -cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally  
 20 substituted phenyl,  $C_{1-6}$ -alkyl, cyano,  $C_{1-4}$ -hydroxyalkyl,  $C_{1-4}$ -carboxyalkyl, nitro,  $C_{2-3}$ -alkenyl,  $C_{2-3}$ -alkynyl and  $C_{1-4}$ -haloalkyl; wherein  $R^3$  is independently selected from H,  $C_{1-4}$ -alkyl, optionally substituted phenyl, optionally substituted phenyl- $C_{1-4}$ -alkyl, optionally substituted 4-6 membered  
 25 heterocyclyl, optionally substituted 4-6 membered heterocyclyl- $C_{1-4}$ -alkyl, optionally substituted  $C_3-C_6$  cycloalkyl and  $C_{1-2}$ -haloalkyl; wherein  $R^{4a}$  is  $C_{2-4}$ -alkylenyl, where one of the  $CH_2$  groups may be replaced with an oxygen atom or an  $-NH-$ ; wherein  $R^{4a}$  is optionally substituted with  
 30 hydroxy; wherein  $R^5$  is selected from H and  $C_{1-2}$ -alkyl; wherein  $R^{5a}$  is selected from H and  $C_{1-2}$ -alkyl; wherein  $R^a$  and  $R^f$  are independently selected from H and  $C_{1-2}$ -haloalkyl; and wherein  $R^7$  is selected from H,  $C_{1-6}$ -alkyl, optionally substituted

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phenyl, optionally substituted phenyl-C<sub>1-6</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-6</sub>-alkyl, C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl and C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-alkyl, and  
 5 pharmaceutically acceptable derivatives thereof.

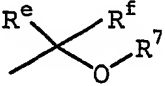
15. Compound of Claim 1, wherein A is phenyl; wherein X is selected from



- 10      wherein R is selected from substituted or unsubstituted 5-6 membered heteroaryl comprising one or more nitrogen atoms, substituted phenyl and substituted or unsubstituted 9-10 membered bicyclic or 13-14 membered tricyclic heterocyclyl; wherein substituted R is substituted  
 15 with one or more substituents independently selected from halo, -OR<sup>3</sup>, -SR<sup>3</sup>, -SO<sub>2</sub>R<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>3-6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, nitro, C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkoxy-C<sub>1-4</sub>-  
 20 alkoxy, cyano, C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkoxy, C<sub>1-2</sub>-alkyl substituted with R<sup>2</sup>, C<sub>2-3</sub>-alkenyl substituted with R<sup>2</sup>, and C<sub>2-3</sub>-alkynyl substituted with R<sup>2</sup>; wherein R<sup>1</sup> is selected from substituted or unsubstituted aryl selected from phenyl, naphthyl, indanyl, indenyl and tetrahydronaphthyl,  
 25 substituted or unsubstituted 5-6 membered heteroaryl, C<sub>3-6</sub>-cycloalkyl, and substituted or unsubstituted 9-14 membered bicyclic or tricyclic heterocyclyl; wherein substituted R<sup>1</sup> is substituted with one or more substituents independently selected from halo, -OR<sup>3</sup>, oxo, -SR<sup>3</sup>, -SO<sub>2</sub>R<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>,  
 30 -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -NH(C<sub>1</sub>-C<sub>4</sub> alkyleneR<sup>3</sup>), -(C<sub>1</sub>-C<sub>4</sub> alkylene)NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>1</sub>-C<sub>6</sub>-alkylamino-C<sub>1</sub>-C<sub>6</sub>-

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alkoxy, C<sub>1</sub>-C<sub>6</sub>-alkylamino-C<sub>1</sub>-C<sub>6</sub>-alkoxy-C<sub>1</sub>-C<sub>6</sub>-alkoxy,  
 halosulfonyl, optionally substituted 4-6 membered  
 heterocyclylcarbonylalkyl, C<sub>1</sub>-C<sub>4</sub>-alkoxycarbonylamino-C<sub>1</sub>-C<sub>6</sub>-

alkyl, , optionally substituted C<sub>3</sub>-C<sub>6</sub>-cycloalkyl,

- 5 optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1</sub>-C<sub>6</sub>-alkylenyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>6</sub>-alkylenyl, 4-6 membered heterocyclyl-C<sub>2</sub>-C<sub>6</sub>-alkenylenyl, C<sub>1</sub>-C<sub>6</sub>-alkyl, cyano, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkyl, nitro and C<sub>1</sub>-C<sub>4</sub>-haloalkyl;
- 10 wherein R<sup>2</sup> is one or more substituents independently selected from H, halo, -OR<sup>3</sup>, oxo, -SR<sup>3</sup>, -CO<sub>2</sub>R<sup>3</sup>, -CONR<sup>3</sup>R<sup>3</sup>, -COR<sup>3</sup>, -NR<sup>3</sup>R<sup>3</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>3</sup>, -NR<sup>3</sup>C(O)OR<sup>3</sup>, -NR<sup>3</sup>C(O)R<sup>3</sup>, C<sub>3</sub>-C<sub>6</sub>-cycloalkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted phenyl, C<sub>1</sub>-C<sub>6</sub>-alkyl, cyano, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkyl, C<sub>1</sub>-C<sub>4</sub>-
- 15 carboxyalkyl, nitro, C<sub>2</sub>-C<sub>3</sub>-alkenyl, C<sub>2</sub>-C<sub>3</sub>-alkynyl and C<sub>1</sub>-C<sub>4</sub>-haloalkyl; wherein R<sup>3</sup> is independently selected from H, C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally substituted 4-6 membered
- 20 heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted C<sub>3</sub>-C<sub>6</sub>-cycloalkyl and C<sub>1</sub>-C<sub>2</sub>-haloalkyl; wherein R<sup>4a</sup> is C<sub>2</sub>-C<sub>4</sub>-alkylenyl, where one of the CH<sub>2</sub> groups may be replaced with an oxygen atom or an -NH-; wherein R<sup>4a</sup> is optionally substituted with hydroxy; wherein R<sup>5</sup> is selected from H and C<sub>1</sub>-C<sub>2</sub>-alkyl; wherein
- 25 R<sup>5a</sup> is selected from H and C<sub>1</sub>-C<sub>2</sub>-alkyl; wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1</sub>-C<sub>2</sub>-haloalkyl; and wherein R<sup>7</sup> is selected from H, C<sub>1</sub>-C<sub>6</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1</sub>-C<sub>6</sub>-alkyl, optionally substituted 4-6 membered heterocyclyl, optionally
- 30 substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>6</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkoxy-C<sub>1</sub>-C<sub>4</sub>-alkyl and C<sub>1</sub>-C<sub>4</sub>-alkoxy-C<sub>1</sub>-C<sub>4</sub>-alkoxy-C<sub>1</sub>-C<sub>4</sub>-alkyl, and pharmaceutically acceptable derivatives thereof.

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16. Compound of Claim 1 and pharmaceutically acceptable salts thereof selected from
- N-(4-Chlorophenyl) [2-(6-quinolylamino) (3-pyridyl)] carboxamide;
- 5 N-(4-Chlorophenyl) [2-(5-isoquinolylamino) (3-pyridyl)] carboxamide;
- N-(4-Chlorophenyl) [2-(1H-indazol-5-ylamino) (3-pyridyl)] carboxamide;
- N-(4-Chlorophenyl) [2-(1H-indazol-6-ylamino) (3-pyridyl)] carboxamide;
- 10 2-(1H-Indazol-6-ylamino)-N-(4-isopropyl-phenyl) nicotinamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)] -N-[3-(methylethyl) phenyl] carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)] -N-[4-(methylpropyl) phenyl] carboxamide;
- 15 N-[4-(tert-Butyl) phenyl] [2-(1H-indazol-6-ylamino) (3-pyridyl)] carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)] -N-[3-(trifluoromethyl) phenyl] carboxamide;
- 20 N-[3-(tert-Butyl) phenyl] [2-(1H-indazol-6-ylamino) (3-pyridyl)] carboxamide;
- [2-(Benzotriazol-6-ylamino) (3-pyridyl)] -N-[4-(tert-butyl) phenyl] carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)] -N-(3-phenylpyrazol-5-yl) carboxamide;
- 25 N-(4-Chloro-3-sulfamoylphenyl) [2-(1H-indazol-6-ylamino) (3-pyridyl)] carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)] -N-(4-methyl-2-oxo-1,2-dihydroquinol-7-yl) carboxamide;
- 30 N-[4-(Methylethyl) phenyl] [2-[(4-methyl-2-oxo(7-hydroquinolyl)) amino] (3-pyridyl)] carboxamide;
- N-[5-(tert-Butyl) isoxazol-3-yl] [2-(1H-indazol-6-ylamino) (3-pyridyl)] carboxamide;

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- N-[5-(tert-Butyl)-1-methylpyrazol-3-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-[4-(tert-Butyl)(1,3-thiazol-2-yl)][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 5 N-[5-(tert-Butyl)(1,3,4-thiadiazol-2-yl)][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(1,1,2,2,3,3,4,4,4-nonafluorobutyl)phenyl]carboxamide;
- {2-[(1-Methyl(1H-indazol-6-yl))amino](3-pyridyl)}-N-[4-(methylethyl)phenyl]carboxamide;
- 10 N-[4-(tert-Butyl)phenyl]{2-[(7-bromo(1H-indazol-6-yl))amino](3-pyridyl)}carboxamide;
- 2-(1H-Indazol-6-ylamino)-N-[4-tert-butyl-3-(1,2,3,6-tetrahydropyridin-4-yl)phenyl]nicotinamide;
- 15 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl)phenyl]carboxamide;
- N-[5-(tert-Butyl)-2-methoxyphenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 20 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(trifluoromethyl)piperidyl](3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(1-oxo(7-2,3,4-trihydroisoquinolyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylethoxy)phenyl]carboxamide;
- 25 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-(2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl)phenyl]carboxamide;
- N-(4-{(1S)-1-[(Methylethyl)amino]ethyl}phenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 30 N-[4-(tert-Butyl)-3-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(4-methylpiperazinyl)phenyl]carboxamide;



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- N-[4-(tert-Butyl)-2-(4-methylpiperazinyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-[2-[2-(Dimethylamino)ethoxy]-5-(tert-butyl)phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 5 N-[3-[2-(Dimethylamino)ethoxy]phenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-(3-Hydroxy-4-methoxyphenyl)[2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-[3-[2-(Dimethylamino)ethoxy]-4-methoxyphenyl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- 10 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[4-methoxy-3-(1-methyl(4-piperidyl)oxy)phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolin-2-yl)carboxamide;
- 15 [2-((3-[2-(Dimethylamino)ethoxy](1H-indazol-6-yl))amino)(3-pyridyl)]-N-[4-(tert-butyl)phenyl]carboxamide;
- N-[3,3-Dimethyl-1-(4-piperidylmethyl)indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- N-[3,3-Dimethyl-1-(1-methyl-piperidin-4-ylmethyl)-2,3-dihydro-1H-indol-6-yl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 20 2-(1H-Indazol-6-ylamino)-N-(4-phenoxy-phenyl)-nicotinamide;
- [2-(1H-Indazol-5-ylamino)(3-pyridyl)]-N-(4-phenoxyphenyl)carboxamide;
- 25 [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-(4-phenylphenyl)carboxamide;
- [2-(1H-indazol-6-ylamino)(3-pyridyl)]-N-[4-(methylsulfonyl)phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[1-(1-methyl(4-piperidyl))indolin-6-yl]carboxamide;
- 30 N-[3,3-Dimethyl-1-(1-methyl(4-piperidyl))indolin-6-yl][2-(1H-indazol-6-ylamino)(3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino)(3-pyridyl)]-N-[3-(1-methyl(4-piperidyl))indol-5-yl]carboxamide;

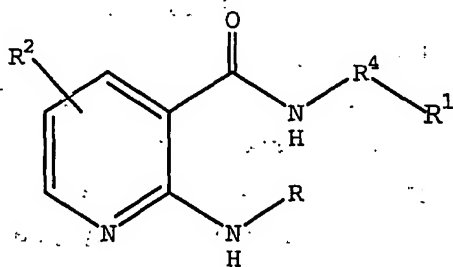
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- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[4-(trifluoromethyl)phenyl]carboxamide;  
N-[3-[3-(Dimethylamino)propyl]-5-(trifluoromethyl)phenyl][2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- 5 [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[5-(1-methyl(4-1,2,5,6-tetrahydropyridyl))-3-(trifluoromethyl)phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[4-(1-methyl(4-piperidyl))phenyl]carboxamide;
- 10 N-[4-(tert-Butyl)-3-(3-piperidylpropyl)phenyl][2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- N-[3-((1E)-4-Pyrrolidinylbut-1-enyl)-4-(tert-butyl)phenyl][2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- 15 N-[4-(tert-Butyl)-3-(3-pyrrolidinylpropyl)phenyl][2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- N-[4-(tert-Butyl)-3-(3-morpholin-4-ylpropyl)phenyl][2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[3-[3-(4-methylpiperazinyl)-3-oxopropyl]phenyl]carboxamide;
- 20 [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[4-[3-(4-methylpiperazinyl)-3-oxopropyl]phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[3-[3-(4-methylpiperazinyl)propyl]phenyl]carboxamide;
- 25 [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[4-[3-(4-methylpiperazinyl)propyl]phenyl]carboxamide;
- [2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-[1-(2-morpholin-4-ylethyl)indol-6-yl]carboxamide;
- N-[4-(1,1-Dimethyl-3-morpholin-4-ylpropyl)phenyl][2-(1H-indazol-6-ylamino) (3-pyridyl)]carboxamide;
- 30 [2-(1H-Indazol-6-ylamino)-N-(4-(2,2,2-trifluoro-1-[2-(2-methoxy-ethoxy)-ethoxy]-1-trifluoromethyl-ethyl)-phenyl)-nicotinamide;

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[2-(1H-Indazol-6-ylamino) (3-pyridyl)]-N-(4-[2,2,2-trifluoro-  
 1-(2-piperidylethoxy)-1-  
 (trifluoromethyl)ethyl]phenyl)carboxamide;  
 N-[4-(*tert*-Butyl)phenyl][6-fluoro-2-(1H-indazol-6-  
 5 ylamino) (3-pyridyl)]carboxamide;  
 [6-Fluoro-2-(1H-indazol-6-ylamino) (3-pyridyl)]-N-[4-  
 (methylethyl)phenyl]carboxamide;  
 [6-Fluoro-2-(1H-indazol-6-ylamino) (3-pyridyl)]-N-[3-  
 (trifluoromethyl)phenyl]carboxamide; and  
 10 {2-[(1-(2-Pyridyl)pyrrolidin-3-yl)amino] (3-pyridyl)}-N-[3-  
 (trifluoromethyl)phenyl]carboxamide.

17. A compound of Claim 1 having Formula II



II

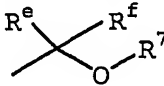
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wherein R is selected from unsubstituted or substituted 9-  
 or 10-membered fused nitrogen-containing heteroaryl,  
 wherein R is substituted with one or more substituents  
 20 selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
 haloalkyl, C<sub>1-6</sub>-alkoxy, optionally substituted  
 heterocyclalkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
 C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
 alkoxy-C<sub>1-6</sub>-alkoxy, and optionally substituted  
 25 heterocyclalk-C<sub>2-4</sub>-alkynyl;  
 wherein R<sup>1</sup> is selected from unsubstituted or substituted  
 aryl,  
 cycloalkyl,  
 5-6 membered heteroaryl and

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9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,

wherein substituted R<sup>1</sup> is substituted with one or more  
substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally  
5 substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
phenyl, optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl,  
C<sub>1-2</sub>-haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
alkyl, optionally substituted 4-6 membered  
10 heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenyl, optionally substituted 4-6  
membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally  
substituted 4-6 membered heterocyclylsulfonyl,  
15 optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
20 cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;

25 wherein R<sup>2</sup> is one or more substituents independently  
selected from

H,

halo,

hydroxy,

30 amino,

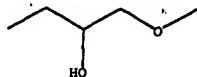
C<sub>1-6</sub>-alkyl,

C<sub>1-6</sub>-haloalkyl,

C<sub>1-6</sub>-alkoxy,

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- C<sub>1-2</sub>-alkylamino,  
 aminosulfonyl,  
 C<sub>3-6</sub>-cycloalkyl,  
 cyano,  
 5 C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 C<sub>1-6</sub>-haloalkoxy,  
 10 C<sub>1-6</sub>-carboxyalkyl,  
 4-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 heterocyclyl;  
 15 wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



; and

- wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-  
 haloalkyl; and  
 wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
 20 substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-  
 alkyl, 4-6 membered heterocyclyl, optionally  
 substituted 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
 alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;  
 and pharmaceutically acceptable derivatives thereof.

- 25 18. Compound of Claim 17 wherein R is selected from  
 indazolyl, where R is unsubstituted or substituted with one  
 or more substituents selected from chloro, fluoro, amino,  
 hydroxy, methyl, ethyl, propyl, trifluoromethyl,  
 30 dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
 dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein R<sup>1</sup> is  
 selected from phenyl, tetrahydronaphthyl, indanyl, indenyl,  
 naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl,

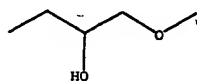
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thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl, 5 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolinyl, indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl, benzothienyl, benzofuryl, benzimidazolyl, dihydro-benzimidazolyl, benzoxazolyl and benzthiazolyl, where R<sup>1</sup> is 10 unsubstituted or substituted with one or more substituents selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-15 4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-20 piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl, pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-25 pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl, aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-30 ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-

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butyl, sec-butyl, trifluoromethyl, pentafluoroethyl,  
 nonafluorobutyl, dimethylaminopropyl, 1,1-  
 di(trifluoromethyl)-1-hydroxymethyl, 1,1-  
 di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-  
 5 di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-  
 hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-  
 aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
 isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy,  
 phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy,  
 10 pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-  
 ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-  
 2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-  
 ylmethoxy, 1-methylpiperdin-4-ylmethoxy, isopropoxy, methoxy and  
 ethoxy; wherein R<sup>2</sup> is selected from H, chloro, fluoro,  
 15 bromo, amino, hydroxy, methyl, ethyl, propyl, oxo,  
 dimethylamino, aminosulfonyl, cyclopropyl, cyano,  
 hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy,  
 ethoxy, trifluoromethoxy, carboxymethyl,  
 morpholinylethylamino, propynyl, unsubstituted or  
 20 substituted phenyl and unsubstituted or substituted  
 heteroaryl selected from thienyl,

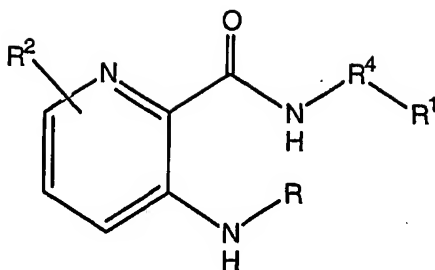
furanyl, pyridyl, imidazolyl; and pyrazolyl; and  
 wherein R<sup>4</sup> is selected from a direct bond, ethyl, butyl, and



; and pharmaceutically acceptable derivatives  
 25 thereof.

19. A compound of Claim 1 having Formula III

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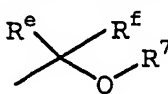
III

- wherein R is selected from unsubstituted or substituted 9- or 10-membered fused nitrogen-containing heteroaryl,
- 5 where R is substituted with one or more substituents selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-haloalkyl, C<sub>1-6</sub>-alkoxy, optionally substituted heterocyclalkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkoxy, and optionally substituted
- 10 heterocyclalkyl-C<sub>2-4</sub>-alkynyl;
- wherein R<sup>1</sup> is selected from unsubstituted or substituted aryl,
- cycloalkyl,
- 15 5-6 membered heteroaryl and 9-10 membered bicyclic and 13-14 membered tricyclic heterocyclalkyl,
- wherein substituted R<sup>1</sup> is substituted with one or more substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally
- 20 substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-4</sub>-alkylenyl, C<sub>1-2</sub>-haloalkoxy, optionally substituted phenyloxy, optionally substituted 4-6 membered heterocyclalkyl-C<sub>1-4</sub>-alkylenyl, optionally substituted 4-6 membered
- 25 heterocyclalkyl-C<sub>2-4</sub>-alkenylenyl, optionally substituted 4-6 membered heterocyclalkyl, optionally substituted 4-6 membered heterocyclalkoxy, optionally substituted 4-6 membered heterocyclalkyl-C<sub>1-4</sub>-alkoxy, optionally substituted 4-6 membered heterocyclalkylsulfonyle,



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optionally substituted 4-6 membered heterocyclylamino,  
 optionally substituted 4-6 membered  
 heterocyclylcarbonyl, optionally substituted 4-6  
 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
 5 haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
 cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
 C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
 alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
 alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

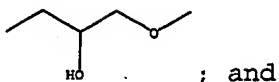
10 4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;

wherein R<sup>2</sup> is one or more substituents independently  
 selected from

H,  
 halo,  
 15 hydroxy,  
 amino,  
 C<sub>1-6</sub>-alkyl,  
 C<sub>1-6</sub>-haloalkyl,  
 C<sub>1-6</sub>-alkoxy,  
 20 C<sub>1-2</sub>-alkylamino,  
 aminosulfonyl,  
 C<sub>3-6</sub>-cycloalkyl,  
 cyano,  
 C<sub>1-2</sub>-hydroxyalkyl,  
 25 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 C<sub>1-6</sub>-haloalkoxy,  
 C<sub>1-6</sub>-carboxyalkyl,  
 30 4-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 heterocyclyl;

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wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl; and

- 5 wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;  
 10 and pharmaceutically acceptable derivatives thereof.

20. Compound of Claim 19 wherein R is selected from indazolyl; where R is unsubstituted or substituted with one or more substituents selected from chloro, fluoro, amino,  
 15 hydroxy, methyl, ethyl, propyl, trifluoromethyl, dimethylaminopropynyl, 1-methylpiperidinylmethoxy, dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein R<sup>1</sup> is selected from phenyl, tetrahydronaphthyl, indanyl, indenyl, naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl,  
 20 thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-  
 25 1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolyl, indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl, benzothienyl, benzofuryl, dihydro-benzimidazolyl, benzimidazolyl, benzoxazolyl and benzthiazolyl, where R<sup>1</sup> is unsubstituted or substituted with one or more substituents  
 30 selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-

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4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-

5 Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl,

10 pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl,

15 aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl,

20 hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-

25 di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy,

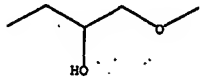
30 pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and ethoxy; wherein R<sup>2</sup> is selected from H, chloro, fluoro,

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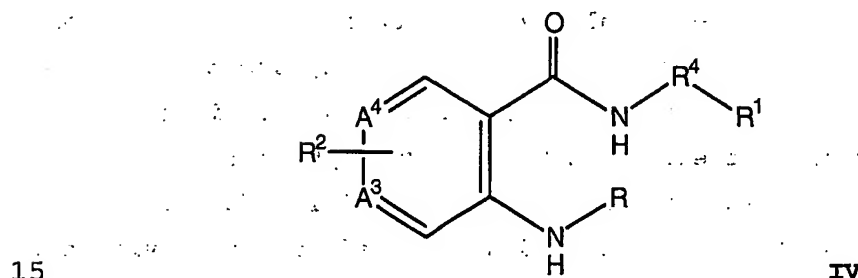
bromo, amino, hydroxy, methyl, ethyl, propyl, oxo,  
dimethylamino, aminosulfonyl, cyclopropyl, cyano,  
hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy,  
ethoxy, trifluoromethoxy, carboxymethyl,

5 morpholinylethylamino, propynyl, unsubstituted or  
substituted phenyl and unsubstituted or substituted  
heteroaryl selected from thienyl,

furanyl, pyridyl, imidazolyl, and pyrazolyl; and  
wherein R<sup>4</sup> is selected from a direct bond, ethyl, butyl, and

10  ; and pharmaceutically acceptable derivatives  
thereof.

21. A compound of Claim 1 having Formula IV



wherein A<sup>3</sup> is selected from CR<sup>2</sup> and N;

wherein A<sup>4</sup> is selected from CR<sup>2</sup> and N; provided one of A<sup>3</sup> and  
A<sup>4</sup> is not CR<sup>2</sup>;

20 wherein R is selected from unsubstituted or  
substituted 9- or 10-membered fused nitrogen-  
containing heteroaryl,

where R is substituted with one or more substituents  
selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
25 haloalkyl, C<sub>1-6</sub>-alkoxy, optionally substituted  
heterocyclalkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl,  
C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-

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alkoxy-C<sub>1-6</sub>-alkoxy, and optionally substituted  
heterocyclyl-C<sub>2-4</sub>-alkynyl;

wherein R<sup>1</sup> is selected from unsubstituted or substituted  
aryl,

5

cycloalkyl,

5-6 membered heteroaryl and

9-10 membered bicyclic and 13-14 membered  
tricyclic heterocyclyl,

wherein substituted R<sup>1</sup> is substituted with one or more

10

substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally  
substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
phenyl, optionally substituted phenyl-C<sub>1-C4</sub>-alkylenyl,  
C<sub>1-2</sub>-haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclyl-C<sub>1-C4</sub>-

15

alkylenyl, optionally substituted 4-6 membered  
heterocyclyl-C<sub>2-C4</sub>-alkenylenyl, optionally substituted  
4-6 membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally

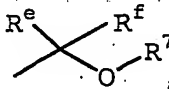
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substituted 4-6 membered heterocyclylsulfonyl,  
optionally substituted 4-6 membered heterocyclylamino,  
optionally substituted 4-6 membered  
heterocyclylcarbonyl, optionally substituted 4-6  
membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-

25

haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy,  
cyano, aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl,  
C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
alkylamino-C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-  
alkoxy, C<sub>1-4</sub>-alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-</sub>

30

4-alkyl, C<sub>1-4</sub>-hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;

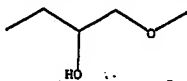
wherein R<sup>2</sup> is one or more substituents independently  
selected from

H,

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- halo,  
hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
5 C<sub>1-6</sub>-haloalkyl,  
C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,  
aminosulfonyl,  
C<sub>3-6</sub>-cycloalkyl,  
10 cyano,  
C<sub>1-2</sub>-hydroxyalkyl,  
nitro,  
C<sub>2-3</sub>-alkenyl,  
C<sub>2-3</sub>-alkynyl,  
15 C<sub>1-6</sub>-haloalkoxy,  
C<sub>1-6</sub>-carboxyalkyl,  
5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
unsubstituted or substituted phenyl and  
unsubstituted or substituted 4-6 membered  
20 heterocyclyl;

wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



; and

- wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl; and  
25 wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;  
30 and pharmaceutically acceptable derivatives thereof.

22. Compound of Claim 21 wherein R is selected from indazolyl, where R is unsubstituted or substituted with one

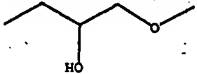
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or more substituents selected from chloro, fluoro, amino, hydroxy, methyl, ethyl, propyl, trifluoromethyl, dimethylaminopropynyl, 1-methylpiperdinylmethoxy, dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein R<sup>1</sup> is  
5 selected from phenyl, tetrahydronaphthyl, indanyl, indenyl, naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-  
10 indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolinyl, indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl, benzothienyl, benzofuryl, benzimidazolyl, dihydro-  
15 benzimidazolyl, benzoxazolyl and benzthiazolyl, where R<sup>1</sup> is unsubstituted or substituted with one or more substituents selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl,  
20 phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-  
25 Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl,  
30 pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl,

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aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl),  
 5 imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy,  
 15 phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and  
 20 ethoxy; wherein  $R^2$  is selected from H, chloro, fluoro, bromo, amino, hydroxy, methyl, ethyl, propyl, oxo, dimethylamino, aminosulfonyl, cyclopropyl, cyano, hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy, ethoxy, trifluoromethoxy, carboxymethyl,  
 25 morpholinylethylamino, propynyl, unsubstituted or substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl,

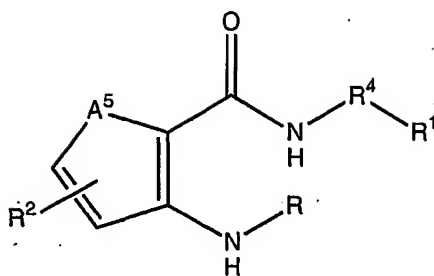
furanyl, pyridyl, imidazolyl, and pyrazolyl; and wherein  $R^4$  is selected from a direct bond, ethyl, butyl, and

30 ; and pharmaceutically acceptable derivatives thereof.

23. A compound of Claim 1 having the formula V



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v

wherein A<sup>5</sup> is selected from S, O and NR<sup>6</sup>;

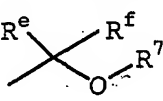
- 5 wherein R is selected from unsubstituted or substituted 9- or 10-membered fused nitrogen-containing heteroaryl, wherein R is substituted with one or more substituents selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-haloalkyl, C<sub>1-6</sub>-alkoxy, optionally substituted
- 10 heterocyclalkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkoxy, and optionally substituted heterocycl-C<sub>2-4</sub>-alkynyl;

- wherein R<sup>1</sup> is selected from unsubstituted or substituted
- 15 aryl, cycloalkyl, 5-6 membered heteroaryl and 9-10 membered bicyclic and 13-14 membered tricyclic heterocycl,

- 20 wherein substituted R<sup>1</sup> is substituted with one or more substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-C4</sub>-alkylenyl, C<sub>1-2</sub>-haloalkoxy, optionally substituted phenyloxy,
- 25 optionally substituted 4-6 membered heterocycl-C<sub>1-C4</sub>-alkylenyl, optionally substituted 4-6 membered heterocycl-C<sub>2-C4</sub>-alkenylenyl, optionally substituted 4-6 membered heterocycl, optionally substituted 4-6 membered heterocyclloxy, optionally substituted 4-6

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membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally substituted  
 4-6 membered heterocyclylsulfonyl, optionally substituted  
 4-6 membered heterocyclylamino, optionally substituted 4-  
 6 membered heterocyclylcarbonyl, optionally substituted  
 5 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
 haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy, cyano,  
 aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
 alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-  
 C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-  
 10 alkoxy carbonyl, C<sub>1-4</sub>-alkoxy carbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-

hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;

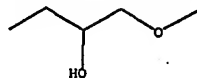
wherein R<sup>2</sup> is one or more substituents independently  
 selected from

H,  
 15 halo,  
 hydroxy,  
 amino,  
 C<sub>1-6</sub>-alkyl,  
 C<sub>1-6</sub>-haloalkyl,  
 20 C<sub>1-6</sub>-alkoxy,  
 C<sub>1-2</sub>-alkylamino,  
 aminosulfonyl,  
 C<sub>3-6</sub>-cycloalkyl,  
 cyano,  
 25 C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 C<sub>1-6</sub>-haloalkoxy,  
 30 C<sub>1-6</sub>-carboxyalkyl,  
 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and

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unsubstituted or substituted 4-6 membered  
heterocyclyl;

wherein R<sup>d</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



; and

5 wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl;

wherein R<sup>g</sup> is H or C<sub>1-6</sub>-alkyl; and

wherein R<sup>h</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally

substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-  
10 alkyl, 4-6 membered heterocyclyl, optionally substituted  
4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-  
alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;

and pharmaceutically acceptable derivatives thereof.

15 24. Compound of Claim 23 wherein R is selected from  
indazolyl, where R is unsubstituted or substituted with one  
or more substituents selected from chloro, fluoro, amino,  
hydroxy, methyl, ethyl, propyl, trifluoromethyl,  
dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
20 dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein R<sup>i</sup> is  
selected from phenyl, tetrahydronaphthyl, indanyl, indenyl,  
naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl,  
1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl,  
25 isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-  
indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-  
1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolyl,  
indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl,  
30 benzothienyl, benzofuryl, benzimidazolyl, dihydro-  
benzimidazolyl, benzoxazolyl and benzthiazolyl, where R<sup>i</sup> is  
unsubstituted or substituted with one or more substituents  
selected from bromo, chloro, fluoro, iodo, nitro, amino,

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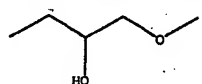
- cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl,
- 5 piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-
- 10 4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl, pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl,
- 15 pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl, aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-
- 20 methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl,
- 25 nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-
- 30 aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-

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2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-ylmethoxy, isopropoxy, methoxy and ethoxy; wherein  $R^2$  is selected from H, chloro, fluoro, bromo, amino, hydroxy, methyl, ethyl, propyl, oxo, dimethylamino, aminosulfonyl, cyclopropyl, cyano, hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy, ethoxy, trifluoromethoxy, carboxymethyl, morpholinylethylamino, propynyl, unsubstituted or substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl,

furanyl, pyridyl, imidazolyl, and pyrazolyl;

wherein  $R^4$  is selected from a direct bond, ethyl, butyl, and

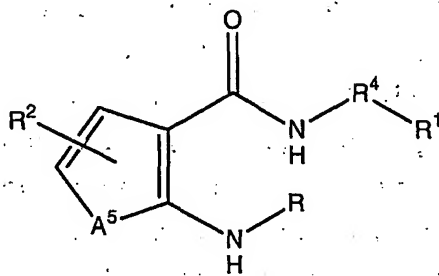


; and

wherein  $R^6$  is H or methyl;

and pharmaceutically acceptable derivatives thereof.

25. A compound of Claim 1 having the formula



VI

wherein  $A^5$  is selected from S, O and  $NR^6$ ;  
 wherein R is selected from unsubstituted or substituted 9- or 10-membered fused nitrogen-containing heteroaryl, where R is substituted with one or more substituents selected from halo, amino, hydroxy,  $C_{1-6}$ -alkyl,  $C_{1-6}$ -haloalkyl,  $C_{1-6}$ -alkoxy, optionally substituted heterocyclalkoxy,  $C_{1-6}$ -alkylamino- $C_{2-4}$ -alkynyl,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkoxy,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkoxy- $C_{1-6}$ -

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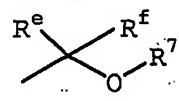
alkoxy, and optionally substituted heterocyclyl-C<sub>2-4</sub>-alkynyl;

wherein R<sup>1</sup> is selected from unsubstituted or substituted aryl,

- 5           cycloalkyl,  
            5-6 membered heteroaryl and  
            9-10 membered bicyclic and 13-14 membered  
            tricyclic heterocyclyl,

wherein substituted R<sup>1</sup> is substituted with one or more

- 10       substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally  
          substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
          phenyl, optionally substituted phenyl-C<sub>1-C4</sub>-alkylenyl, C<sub>1-2</sub>-  
          haloalkoxy, optionally substituted phenyloxy,  
          optionally substituted 4-6 membered heterocyclyl-C<sub>1-C4</sub>-  
15       alkylenyl, optionally substituted 4-6 membered  
          heterocyclyl-C<sub>2-C4</sub>-alkenylenyl, optionally substituted 4-6  
          membered heterocyclyl, optionally substituted 4-6  
          membered heterocycliloxy, optionally substituted 4-6  
          membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally substituted  
20       4-6 membered heterocyclylsulfonyl, optionally substituted  
          4-6 membered heterocyclylamino, optionally substituted 4-  
          6 membered heterocyclylcarbonyl, optionally substituted  
          4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
          haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy, cyano,  
25       aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
          alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-  
          C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-  
          alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-

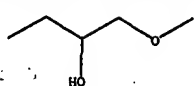
hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;

- 30       wherein R<sup>2</sup> is one or more substituents independently  
          selected from

H,

halo,

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- hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
5 C<sub>1-6</sub>-alkoxy,  
C<sub>1-2</sub>-alkylamino,  
aminosulfonyl,  
C<sub>3-6</sub>-cycloalkyl,  
cyano,  
10 C<sub>1-2</sub>-hydroxyalkyl,  
nitro,  
C<sub>2-3</sub>-alkenyl,  
C<sub>2-3</sub>-alkynyl,  
C<sub>1-6</sub>-haloalkoxy,  
15 C<sub>1-6</sub>-carboxyalkyl,  
5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
unsubstituted or substituted phenyl and  
unsubstituted or substituted 4-6 membered  
heterocyclyl;  
20 wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and  

; and  
wherein R<sup>5</sup> and R<sup>6</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl;  
wherein R<sup>6</sup> is H or C<sub>1-6</sub>-alkyl; and  
25 wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered heterocyclyl, optionally substituted  
4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;  
30 and pharmaceutically acceptable derivatives thereof.

26. Compound of Claim 25 wherein R is selected from indazolyl, where R is unsubstituted or substituted with one

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or more substituents selected from chloro, fluoro, amino, hydroxy, methyl, ethyl, propyl, trifluoromethyl, dimethylaminopropynyl, 1-methylpiperidinylmethoxy, dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein R<sup>1</sup> is

5 selected from phenyl, tetrahydronaphthyl, indanyl, indenyl, naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-

10 indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolinyl, indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl, benzothienyl, benzofuryl, benzimidazolyl, dihydro-

15 benzimidazolyl, benzoxazolyl and benzthiazolyl, where R<sup>1</sup> is unsubstituted or substituted with one or more substituents selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl,

20 phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-

25 Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl,

30 pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl,

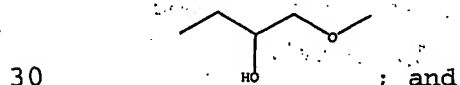


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aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl),  
 5 imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy,  
 15 phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and  
 20 ethoxy; wherein R<sup>2</sup> is selected from H, chloro, fluoro, bromo, amino, hydroxy, methyl, ethyl, propyl, oxo, dimethylamino, aminosulfonyl, cyclopropyl, cyano, hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy, ethoxy, trifluoromethoxy, carboxymethyl,  
 25 morpholinylethylamino, propynyl, unsubstituted or substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl,

furanyl, pyridyl, imidazolyl, and pyrazolyl;

wherein R<sup>4</sup> is selected from a direct bond, ethyl, butyl, and

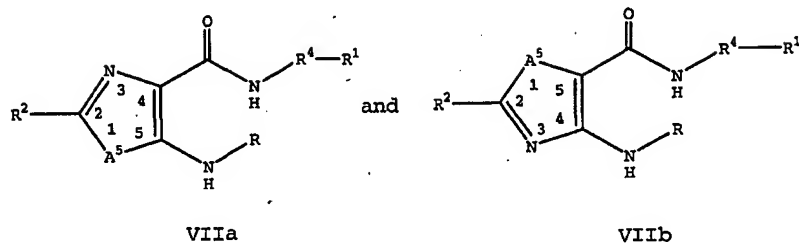


wherein R<sup>6</sup> is H or methyl;

and pharmaceutically acceptable derivatives thereof.

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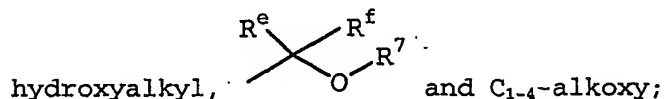
27. A compound of Claim 1 having the formula



- 5 wherein A<sup>5</sup> is selected from S, O and NR<sup>6</sup>;  
 wherein R is selected from unsubstituted or substituted 9-  
 or 10-membered fused nitrogen-containing heteroaryl,  
 where R is substituted with one or more substituents  
 selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
 10 haloalkyl, C<sub>1-6</sub>-alkoxy, optionally substituted  
 heterocyclalkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl, C<sub>1-6</sub>-  
 alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-  
 alkoxy, and optionally substituted heterocycl-C<sub>2-4</sub>-  
 alkynyl;  
 15 wherein R<sup>1</sup> is selected from unsubstituted or substituted  
 aryl,  
 cycloalkyl,  
 5-6 membered heteroaryl and  
 9-10 membered bicyclic and 13-14 membered  
 20 tricyclic heterocycl,  
 wherein substituted R<sup>1</sup> is substituted with one or more  
 substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally  
 substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
 phenyl, optionally substituted phenyl-C<sub>1-4</sub>-alkylenyl, C<sub>1</sub>-  
 25 2-haloalkoxy, optionally substituted phenyloxy,  
 optionally substituted 4-6 membered heterocycl-C<sub>1-4</sub>-  
 alkylenyl, optionally substituted 4-6 membered  
 heterocycl-C<sub>2-4</sub>-alkenylenyl, optionally substituted 4-6  
 membered heterocycl, optionally substituted 4-6  
 30 membered heterocycl-oxy, optionally substituted 4-6

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membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally substituted  
 4-6 membered heterocyclylsulfonyl, optionally substituted  
 4-6 membered heterocyclylamino, optionally substituted 4-  
 6 membered heterocyclylcarbonyl, optionally substituted  
 5 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
 haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy, cyano,  
 aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
 alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-  
 C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-  
 10 alkoxy carbonyl, C<sub>1-4</sub>-alkoxy carbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-



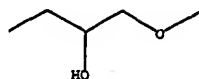
wherein R<sup>2</sup> is one or more substituents independently  
 selected from

- H,
- 15 halo,
- hydroxy,
- amino,
- C<sub>1-6</sub>-alkyl,
- C<sub>1-6</sub>-haloalkyl,
- 20 C<sub>1-6</sub>-alkoxy,
- C<sub>1-2</sub>-alkylamino,
- aminosulfonyl,
- C<sub>3-6</sub>-cycloalkyl,
- cyano,
- 25 C<sub>1-2</sub>-hydroxyalkyl,
- nitro,
- C<sub>2-3</sub>-alkenyl,
- C<sub>2-3</sub>-alkynyl,
- C<sub>1-6</sub>-haloalkoxy,
- 30 C<sub>1-6</sub>-carboxyalkyl,
- 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,
- unsubstituted or substituted phenyl and

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unsubstituted or substituted 4-6 membered  
heterocyclyl;

wherein  $R^4$  is selected from a direct bond,  $C_{1-4}$ -alkyl, and



; and

5 wherein  $R^e$  and  $R^f$  are independently selected from H and  $C_{1-2}$ -haloalkyl;

wherein  $R^6$  is H or  $C_{1-6}$ -alkyl; and

wherein  $R^7$  is selected from H,  $C_{1-3}$ -alkyl, optionally

substituted phenyl, optionally substituted phenyl- $C_{1-3}$ -  
10 alkyl, 4-6 membered heterocyclyl, optionally substituted  
4-6 membered heterocyclyl- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-2}$ -  
alkyl and  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl;

and pharmaceutically acceptable derivatives thereof.

15 28. Compound of Claim 27 wherein R is selected from  
indazolyl, where R is unsubstituted or substituted with one  
or more substituents selected from chloro, fluoro, amino,  
hydroxy, methyl, ethyl, propyl, trifluoromethyl,  
dimethylaminopropynyl, 1-methylpiperidinylmethoxy,  
20 dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein  $R^1$  is  
selected from phenyl, tetrahydronaphthyl, indanyl, indenyl,  
naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl,  
thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl,  
1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl,  
25 isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-  
indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl,  
2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-  
1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolinyl,  
indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl,  
30 benzothienyl, benzofuryl, benzimidazolyl, dihydro-  
benzimidazolyl, benzoxazolyl and benzthiazolyl, where  $R^1$  is  
unsubstituted or substituted with one or more substituents  
selected from bromo, chloro, fluoro, iodo, nitro, amino,

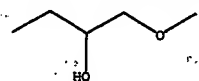
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cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo,  
aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl,  
phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-  
4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl,  
5 piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-  
methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-  
(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-  
Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-  
piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-  
10 4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-  
ylpropyl, piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl,  
pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl,  
pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-  
pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl,  
15 pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl,  
methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-  
methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl,  
aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-  
ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-  
20 methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-  
methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl),  
imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-  
butyl, sec-butyl, trifluoromethyl, pentafluoroethyl,  
25 nonafluorobutyl, dimethylaminopropyl, 1,1-  
di(trifluoromethyl)-1-hydroxymethyl, 1,1-  
di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-  
di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-  
hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-  
30 aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy,  
phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy,  
pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-  
ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-

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2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-ylmethoxy, isopropoxy, methoxy and ethoxy; wherein  $R^2$  is selected from H, chloro, fluoro, bromo, amino, hydroxy, methyl, ethyl, propyl, oxo, dimethylamino, aminosulfonyl, cyclopropyl, cyano, hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy, ethoxy, trifluoromethoxy, carboxymethyl, morpholinylethylamino, propynyl, unsubstituted or substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl,

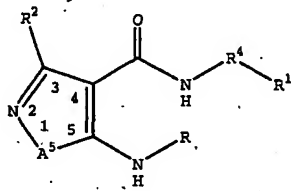
furanyl, pyridyl, imidazolyl, and pyrazolyl; wherein  $R^4$  is selected from a direct bond, ethyl, butyl, and



wherein  $R^6$  is H or methyl;

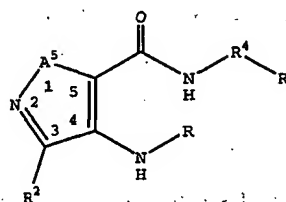
and pharmaceutically acceptable derivatives thereof.

#### 29. Compound of Claim 1 of the formulas



VIIIa

and



VIIIb

20

wherein  $A^5$  is selected from S, O and  $NR^6$ ;

wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused nitrogen-containing heteroaryl,

where R is substituted with one or more substituents selected from halo, amino, hydroxy,  $C_{1-6}$ -alkyl,  $C_{1-6}$ -haloalkyl,  $C_{1-6}$ -alkoxy, optionally substituted heterocyclalkoxy,  $C_{1-6}$ -alkylamino- $C_{2-4}$ -alkynyl,  $C_{1-6}$ -

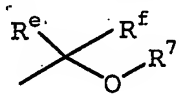
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alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkoxy, and optionally substituted heterocyclyl-C<sub>2-4</sub>-alkynyl;

wherein R<sup>1</sup> is selected from unsubstituted or substituted

- 5                   aryl,  
                  cycloalkyl,  
                  5-6 membered heteroaryl and  
                  9-10 membered bicyclic and 13-14 membered  
                  tricyclic heterocyclyl,

- 10   wherein substituted R<sup>1</sup> is substituted with one or more  
          substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally  
          substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
          phenyl, optionally substituted phenyl-C<sub>1-C4</sub>-alkylenyl, C<sub>1-</sub>  
          2-haloalkoxy, optionally substituted phenyloxy,  
15   optionally substituted 4-6 membered heterocyclyl-C<sub>1-C4</sub>-  
          alkylenyl, optionally substituted 4-6 membered  
          heterocyclyl-C<sub>2-C4</sub>-alkenylenyl, optionally substituted 4-6  
          membered heterocyclyl, optionally substituted 4-6  
          membered heterocycloxy, optionally substituted 4-6  
20   membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally substituted  
          4-6 membered heterocyclylsulfonyl, optionally substituted  
          4-6 membered heterocyclylamino, optionally substituted 4-  
          6 membered heterocyclylcarbonyl, optionally substituted  
          4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
25   haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy, cyano,  
          aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
          alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-  
          C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-  
          alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-

- 30   hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;

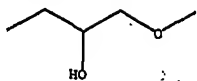
wherein R<sup>2</sup> is one or more substituents independently  
selected from

H,

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halo,  
 hydroxy,  
 amino,  
 C<sub>1-6</sub>-alkyl,  
 5 C<sub>1-6</sub>-haloalkyl,  
 C<sub>1-6</sub>-alkoxy,  
 C<sub>1-2</sub>-alkylamino,  
 aminosulfonyl,  
 C<sub>3-6</sub>-cycloalkyl,  
 10 cyano,  
 C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 15 C<sub>1-6</sub>-haloalkoxy,  
 C<sub>1-6</sub>-carboxyalkyl,  
 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 20 heterocyclyl;

wherein R<sup>d</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



; and

wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl;

25 wherein R<sup>g</sup> is H or C<sub>1-6</sub>-alkyl; and  
 wherein R<sup>h</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
 substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-  
 alkyl, 4-6 membered heterocyclyl, optionally substituted  
 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-  
 30 alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;  
 and pharmaceutically acceptable derivatives thereof.

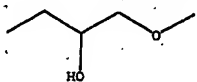


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30. Compound of Claim 29 wherein R is selected from indazolyl, where R is unsubstituted or substituted with one or more substituents selected from chloro, fluoro, amino, hydroxy, methyl, ethyl, propyl, trifluoromethyl, dimethylaminopropynyl, 1-methylpiperidinylmethoxy, 5 dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein R<sup>1</sup> is selected from phenyl, tetrahydronaphthyl, indanyl, indenyl, naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 10 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, quinoxalyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolinyl, 15 indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl, benzothieryl, benzofuryl, benzimidazolyl, dihydro-benzimidazolyl, benzoxazolyl and benzthiazolyl, where R<sup>1</sup> is unsubstituted or substituted with one or more substituents selected from bromo, chloro, fluoro, iodo, nitro, amino, 20 cyano, aminoethyl, Boc-aminoethyl, hydroxy, oxo, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, 1-methylpiperazin-4-ylmethyl, 1-methylpiperazin-4-ylpropyl, morpholinylpropyl, piperidin-1-ylmethyl, 1-methylpiperidin-4-ylmethyl, 2-methyl-2-(1-methylpiperidin-4-yl)ethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidin-4-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-1-ylethyl, 1-Boc-piperidin-4-ylethyl, piperidin-4-ylmethyl, 1-Boc-piperidin-4-ylmethyl, piperidin-4-ylpropyl, 1-Boc-piperidin-4-ylpropyl, 25 piperidin-1-ylpropyl, pyrrolidin-1-ylpropyl, pyrrolidin-2-ylpropyl, 1-Boc-pyrrolidin-2-ylpropyl, pyrrolidin-1-ylmethyl, pyrrolidin-2-ylmethyl, 1-Boc-pyrrolidin-2-ylmethyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl,

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- methylcarbonyl, Boc, piperidin-1-ylmethylcarbonyl, 4-methylpiperazin-1-ylcarbonylethyl, methoxycarbonyl, aminomethylcarbonyl, dimethylaminomethylcarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, 4-methylpiperazin-1-yl, 4-methyl-1-piperidyl, 1-Boc-4-piperidyl, piperidin-4-yl, 1-methylpiperidin-4-yl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, azetidin-3-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, pyrrol-2-ylmethoxy, 1-Boc-pyrrol-2-ylmethoxy, pyrrol-1-ylmethoxy, 1-methyl-pyrrol-2-ylmethoxy, 1-isopropyl-pyrrol-2-ylmethoxy, 1-Boc-piperdin-4-ylmethoxy, piperdin-4-ylmethoxy, 1-methylpiperdin-4-yloxy, isopropoxy, methoxy and ethoxy; wherein  $R^2$  is selected from H, chloro, fluoro, bromo, amino, hydroxy, methyl, ethyl, propyl, oxo, dimethylamino, aminosulfonyl, cyclopropyl, cyano, hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy, ethoxy, trifluoromethoxy, carboxymethyl, morpholinylethylamino, propynyl, unsubstituted or substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl, furanyl, pyridyl, imidazolyl, and pyrazolyl; wherein  $R^4$  is selected from a direct bond, ethyl, butyl, and



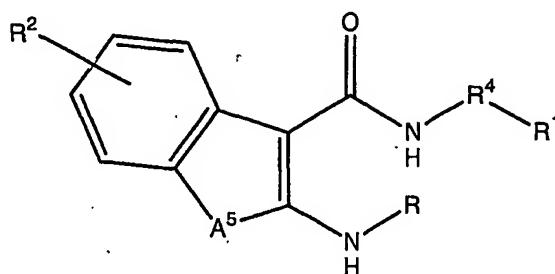
; and

wherein  $R^6$  is H or methyl;

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and pharmaceutically acceptable derivatives thereof.

31. Compound of Claim 1 of the formula



IX

wherein A<sup>5</sup> is selected from S, O and NR<sup>6</sup>;

wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused  
nitrogen-containing heteroaryl,

where R is substituted with one or more substituents

selected from halo, amino, hydroxy, C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
haloalkyl, C<sub>1-6</sub>-alkoxy, optionally substituted  
heterocyclalkoxy, C<sub>1-6</sub>-alkylamino-C<sub>2-4</sub>-alkynyl, C<sub>1-6</sub>-  
alkylamino-C<sub>1-6</sub>-alkoxy, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-  
alkoxy, and optionally substituted heterocyclalkyl-C<sub>2-4</sub>-  
alkynyl;

wherein R<sup>1</sup> is selected from unsubstituted or substituted  
aryl,

cycloalkyl,

5-6 membered heteroaryl and

9-10 membered bicyclic and 13-14 membered

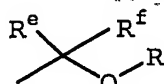
tricyclic heterocyclalkyl,

wherein substituted R<sup>1</sup> is substituted with one or more

substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally  
substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
phenyl, optionally substituted phenyl-C<sub>1-C<sub>4</sub></sub>-alkylenyl, C<sub>1</sub>-  
2-haloalkoxy, optionally substituted phenyloxy,  
optionally substituted 4-6 membered heterocyclalkyl-C<sub>1-C<sub>4</sub></sub>-

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- alkylenyl, optionally substituted 4-6 membered  
heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted 4-6  
membered heterocyclyl, optionally substituted 4-6  
membered heterocycliloxy, optionally substituted 4-6  
5 membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally substituted  
4-6 membered heterocyclylsulfonyl, optionally substituted  
4-6 membered heterocyclylamino, optionally substituted 4-  
6 membered heterocyclylcarbonyl, optionally substituted  
4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
10 haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy, cyano,  
aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-  
C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-  
alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-

- 15 hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;

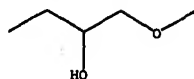
wherein R<sup>2</sup> is one or more substituents independently  
selected from

- H,  
halo,  
20 hydroxy,  
amino,  
C<sub>1-6</sub>-alkyl,  
C<sub>1-6</sub>-haloalkyl,  
C<sub>1-6</sub>-alkoxy,  
25 C<sub>1-2</sub>-alkylamino,  
aminosulfonyl,  
C<sub>3-6</sub>-cycloalkyl,  
cyano,  
C<sub>1-2</sub>-hydroxyalkyl,  
30 nitro,  
C<sub>2-3</sub>-alkenyl,  
C<sub>2-3</sub>-alkynyl,  
C<sub>1-6</sub>-haloalkoxy,

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C<sub>1-6</sub>-carboxyalkyl,  
 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 5 heterocyclyl;

wherein R<sup>d</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



; and

wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl;

10 wherein R<sup>g</sup> is H or C<sub>1-6</sub>-alkyl; and

wherein R<sup>h</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-alkyl, 4-6 membered heterocyclyl, optionally substituted 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;

15 and pharmaceutically acceptable derivatives thereof.

32. Compound of Claim 31 wherein R is selected from indazolyl, where R is unsubstituted or substituted with one  
 20 or more substituents selected from chloro, fluoro, amino, hydroxy, methyl, ethyl, propyl, trifluoromethyl, dimethylaminopropynyl, 1-methylpiperidinylmethoxy, dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein R<sup>i</sup> is selected from phenyl, tetrahydronaphthyl, indanyl, indenyl,  
 25 naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl, thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl,  
 30 benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolyl, indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl, benzothienyl, benzofuryl, benzimidazolyl,

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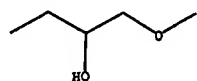
dihydro-benzimidazolyl, benzoxazolyl and benzthiazolyl,  
 where R<sup>1</sup> is unsubstituted or substituted with one or more  
 substituents selected from bromo, chloro, fluoro, iodo,  
 nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy,  
 5 aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl,  
 phenyl, phenylmethyl, morpholinylmethyl,  
 methylpiperazinylmethyl, methylpiperazinylpropyl,  
 morpholinylpropyl, methylpiperidinylmethyl,  
 morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl,  
 10 piperidinylethyl, piperidinylmethyl, piperidinylpropyl,  
 pyrrolidinylpropyl, pyrrolidinylpropenyl,  
 pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl,  
 methylcarbonyl, piperidinylmethylcarbonyl,  
 methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-  
 15 ethoxycarbonyl-2-methyl-fur-5-yl, methylpiperazinyl,  
 methylpiperidyl, 1-methyl-(1,2,3,6-tetrahydropyridyl),  
 imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl,  
 hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-  
 butyl, sec-butyl, trifluoromethyl, pentafluoroethyl,  
 20 nonafluorobutyl, dimethylaminopropyl, 1,1-  
 di(trifluoromethyl)-1-hydroxymethyl, 1,1-  
 di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-  
 di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-  
 hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-  
 25 aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-  
 isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy,  
 phenyloxy, 1-methylpiperidin-4-yloxy, isopropoxy, methoxy and  
 ethoxy; wherein R<sup>2</sup> is selected from H, chloro, fluoro,  
 bromo, amino, hydroxy, methyl, ethyl, propyl, oxo,  
 30 dimethylamino, aminosulfonyl, cyclopropyl, cyano,  
 hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy,  
 ethoxy, trifluoromethoxy, carboxymethyl,  
 morpholinylethylamino, propynyl, unsubstituted or

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substituted phenyl and unsubstituted or substituted  
heteroaryl selected from thienyl,

furanyl, pyridyl, imidazolyl, and pyrazolyl;

wherein  $R^4$  is selected from a direct bond, ethyl, butyl, and



5

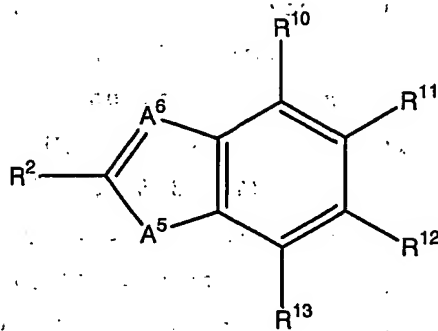
; and

wherein  $R^6$  is H or methyl;

and pharmaceutically acceptable derivatives thereof.

33. Compound of Claim 1 of the formula

10



wherein  $A^5$  is selected from S, O and  $NR^6$ ;

wherein  $A^6$  is selected from  $CR^2$  and N;

15 wherein R is selected from

unsubstituted or substituted 9- or 10-membered fused  
nitrogen-containing heteroaryl,

where R is substituted with one or more substituents

selected from halo, amino, hydroxy,  $C_{1-6}$ -alkyl,  $C_{1-6}$ -

20 haloalkyl,  $C_{1-6}$ -alkoxy, optionally substituted

heterocyclalkoxy,  $C_{1-6}$ -alkylamino- $C_{2-4}$ -alkynyl,  $C_{1-6}$ -

alkylamino- $C_{1-6}$ -alkoxy,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkoxy- $C_{1-6}$ -

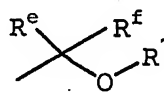
alkoxy, and optionally substituted heterocycl- $C_{2-4}$ -  
alkynyl;

25 wherein  $R^1$  is selected from unsubstituted or substituted  
aryl,

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cycloalkyl,  
 5-6 membered heteroaryl and  
 9-10 membered bicyclic and 13-14 membered  
 tricyclic heterocyclyl,

- 5 wherein substituted R<sup>1</sup> is substituted with one or more  
 substituents selected from halo, C<sub>1-6</sub>-alkyl, optionally  
 substituted C<sub>3-6</sub>-cycloalkyl, optionally substituted  
 phenyl, optionally substituted phenyl-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, C<sub>1</sub>-  
 2-haloalkoxy, optionally substituted phenyloxy,  
 10 optionally substituted 4-6 membered heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-  
 alkylenyl, optionally substituted 4-6 membered  
 heterocyclyl-C<sub>2</sub>-C<sub>4</sub>-alkenylenyl, optionally substituted 4-6  
 membered heterocyclyl, optionally substituted 4-6  
 membered heterocycliloxy, optionally substituted 4-6  
 15 membered heterocyclyl-C<sub>1-4</sub>-alkoxy, optionally substituted  
 4-6 membered heterocyclylsulfonyl, optionally substituted  
 4-6 membered heterocyclylamino, optionally substituted 4-  
 6 membered heterocyclylcarbonyl, optionally substituted  
 4-6 membered heterocyclyl-C<sub>1-4</sub>-alkylcarbonyl, C<sub>1-2</sub>-  
 20 haloalkyl, C<sub>1-4</sub>-aminoalkyl, nitro, amino, hydroxy, cyano,  
 aminosulfonyl, C<sub>1-2</sub>-alkylsulfonyl, halosulfonyl, C<sub>1-4</sub>-  
 alkylcarbonyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-  
 C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy, C<sub>1-4</sub>-  
 alkoxycarbonyl, C<sub>1-4</sub>-alkoxycarbonylamino-C<sub>1-4</sub>-alkyl, C<sub>1-4</sub>-

- 25 hydroxyalkyl,  and C<sub>1-4</sub>-alkoxy;  
 wherein R<sup>2</sup> is one or more substituents independently  
 selected from

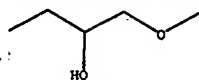
- 30 H,  
 halo,  
 hydroxy,  
 amino,  
 C<sub>1-6</sub>-alkyl,  
 C<sub>1-6</sub>-haloalkyl,



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C<sub>1-6</sub>-alkoxy,  
 C<sub>1-2</sub>-alkylamino,  
 aminosulfonyl,  
 C<sub>3-6</sub>-cycloalkyl,  
 5 cyano,  
 C<sub>1-2</sub>-hydroxyalkyl,  
 nitro,  
 C<sub>2-3</sub>-alkenyl,  
 C<sub>2-3</sub>-alkynyl,  
 10 C<sub>1-6</sub>-haloalkoxy,  
 C<sub>1-6</sub>-carboxyalkyl,  
 5-6-membered heterocyclyl-C<sub>1-6</sub>-alkylamino,  
 unsubstituted or substituted phenyl and  
 unsubstituted or substituted 4-6 membered  
 15 heterocyclyl;

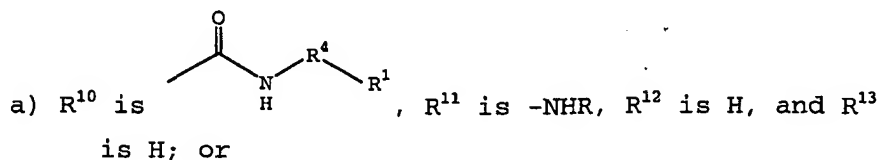
wherein R<sup>4</sup> is selected from a direct bond, C<sub>1-4</sub>-alkyl, and



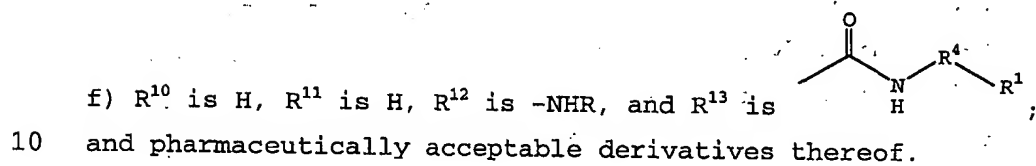
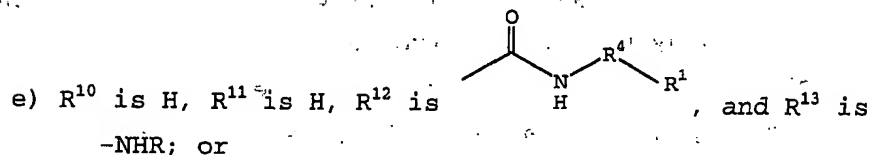
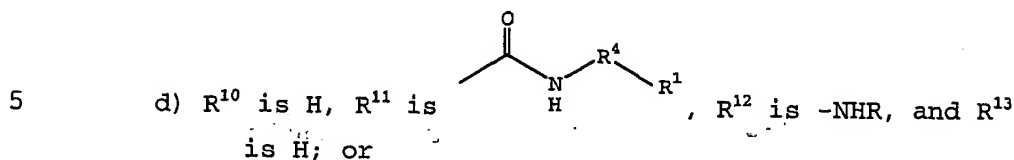
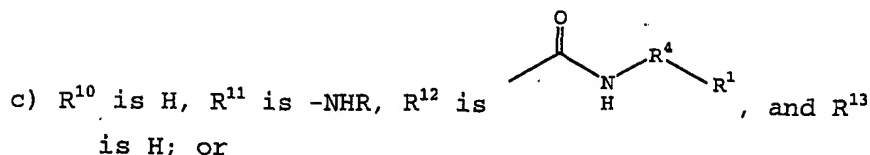
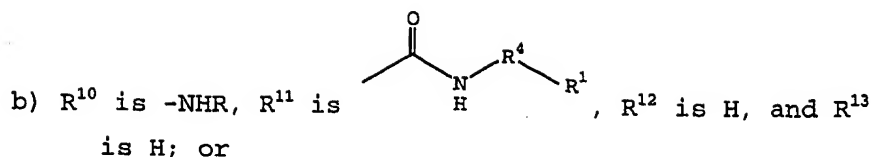
; and

wherein R<sup>e</sup> and R<sup>f</sup> are independently selected from H and C<sub>1-2</sub>-haloalkyl;

20 wherein R<sup>6</sup> is H or C<sub>1-6</sub>-alkyl;  
 wherein R<sup>7</sup> is selected from H, C<sub>1-3</sub>-alkyl, optionally  
 substituted phenyl, optionally substituted phenyl-C<sub>1-3</sub>-  
 alkyl, 4-6 membered heterocyclyl, optionally substituted  
 4-6 membered heterocyclyl-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-2</sub>-  
 25 alkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl; and  
 wherein



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34. Compound of Claim 33 wherein R is selected from indazolyl, where R is unsubstituted or substituted with one or more substituents selected from chloro, fluoro, amino,  
15 hydroxy, methyl, ethyl, propyl, trifluoromethyl, dimethylaminopropynyl, 1-methylpiperdinylmethoxy, dimethylaminoethoxyethoxy, methoxy and ethoxy; wherein  $R^1$  is selected from phenyl, tetrahydronaphthyl, indanyl, indenyl, naphthyl, cyclohexyl, isoxazolyl, pyrazolyl, thiazolyl,  
20 thiadiazolyl, thienyl, pyridyl, pyrimidinyl, pyridazinyl, 1,2-dihydroquinolyl, 1,2,3,4-tetrahydro-isoquinolyl, isoquinolyl, quinolyl, indolyl, isoindolyl, 2,3-dihydro-1H-indolyl, naphthyridinyl, quinoxalinyl, benzo[d]isothiazolyl, 2,3,4,4a,9,9a-hexahydro-1H-3-aza-fluorenyl, 5,6,7-trihydro-  
25 1,2,4-triazolo[3,4-a]isoquinolyl, tetrahydroquinolyl,

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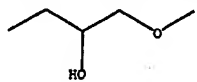
- indazolyl, 2,1,3-benzothiadiazolyl, benzodioxanyl, benzothienyl, benzofuryl, benzimidazolyl, dihydro-benzimidazolyl, benzoxazolyl and benzthiazolyl, where R<sup>1</sup> is unsubstituted or substituted with one or more substituents
- 5 selected from bromo, chloro, fluoro, iodo, nitro, amino, cyano, aminoethyl, Boc-aminoethyl, hydroxy, aminosulfonyl, 4-methylpiperazinylsulfonyl, cyclohexyl, phenyl, phenylmethyl, morpholinylmethyl, methylpiperazinylmethyl, methylpiperazinylpropyl, morpholinylpropyl,
- 10 methylpiperidinylmethyl, morpholinylethyl, 1-(4-morpholinyl)-2,2-dimethylpropyl, piperidinylethyl, piperidinylmethyl, piperidinylpropyl, pyrrolidinylpropyl, pyrrolidinylpropenyl, pyrrolidinylbutenyl, fluorosulfonyl, methylsulfonyl, methylcarbonyl, piperidinylmethylcarbonyl,
- 15 methylpiperazinylcarbonylethyl, methoxycarbonyl, 3-ethoxycarbonyl-2-methyl-fur-5-yl, methylpiperazinyl, methylpiperidyl, 1-methyl-(1,2,3,6-tetrahydropyridyl), imidazolyl, morpholinyl, 4-trifluoromethyl-1-piperidinyl, hydroxybutyl, methyl, ethyl, propyl, isopropyl, butyl, tert-
- 20 butyl, sec-butyl, trifluoromethyl, pentafluoroethyl, nonafluorobutyl, dimethylaminopropyl, 1,1-di(trifluoromethyl)-1-hydroxymethyl, 1,1-di(trifluoromethyl)-1-(piperidinylethoxy)methyl, 1,1-di(trifluoromethyl)-1-(methoxyethoxyethoxy)methyl, 1-
- 25 hydroxyethyl, 2-hydroxyethyl, trifluoromethoxy, 1-aminoethyl, 2-aminoethyl, 1-(N-isopropylamino)ethyl, 2-(N-isopropylamino)ethyl, dimethylaminoethoxy, 4-chlorophenoxy, phenyloxy, 1-methylpiperidin-4-yloxy, isopropoxy, methoxy and ethoxy; wherein R<sup>2</sup> is selected from H, chloro, fluoro,
- 30 bromo, amino, hydroxy, methyl, ethyl, propyl, oxo, dimethylamino, aminosulfonyl, cyclopropyl, cyano, hydroxymethyl, nitro, propenyl, trifluoromethyl, methoxy, ethoxy, trifluoromethoxy, carboxymethyl, morpholinylethylamino, propynyl, unsubstituted or

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substituted phenyl and unsubstituted or substituted heteroaryl selected from thienyl,

furanyl, pyridyl, imidazolyl, and pyrazolyl;

wherein R<sup>4</sup> is selected from a direct bond, ethyl, butyl, and



; and

wherein R<sup>6</sup> is H or methyl;

and pharmaceutically acceptable derivatives thereof.

35. A pharmaceutical composition comprising a  
10 pharmaceutically-acceptable carrier and a compound as in any  
of Claims 1-34.

36. A method of treating cancer in a subject, said  
method comprising administering an effective amount of a  
15 compound as in any of Claims 1-34.

37. The method of Claim 36 comprising a combination  
with a compound selected from antibiotic-type agents,  
alkylating agents, antimetabolite agents, hormonal agents,  
20 immunological agents, interferon-type agents and  
miscellaneous agents.

38. A method of treating angiogenesis in a subject,  
said method comprising administering an effective amount of  
25 a compound as in any of Claims 1-34.

39. A compound as in any of Claims 1-34 for use in a  
method of therapeutic treatment for the human or animal  
body.

40. A method of treating KDR-related disorders in a  
mammal, said method comprising administering an effective  
amount of a compound of Claims 1-34.

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41. A method of treating proliferation-related disorders in a mammal, said method comprising administering an effective amount of a compound of any of Claim 1-34.

5

42. Method of Claim 41 wherein the disorder is inflammation or an inflammation-related disorder.

43. Compound of Claim 1 and pharmaceutically acceptable salts thereof selected from

10 2-(1H-Indazol-6-ylamino)-N-[3-(3-morpholin-4-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide;

2-(1H-Indazol-6-ylamino)-N-[3-(3-piperidin-1-yl-propyl)-5-trifluoromethyl-phenyl]-nicotinamide;

15 2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-piperidin-4-ylmethyl)-5-trifluoromethyl-phenyl]-nicotinamide;

2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide;

20 2-(1H-Indazol-6-ylamino)-N-[3-(piperidin-4-yloxy)-5-trifluoromethyl-phenyl]-nicotinamide;

2-(1H-Indazol-6-ylamino)-N-[3-(piperidin-4-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide;

N-(3,3-Dimethyl-1,1-dioxo-2,3-dihydro-1H-116-benzo[d]isothiazol-6-yl)-2-(1H-indazol-6-ylamino)-

25 nicotinamide;

2-(1H-Indazol-6-ylamino)-N-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydro-naphthalen-2-yl)-nicotinamide;

2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide;

30 2-(1H-Indazol-6-ylamino)-N-[3-(1-isopropyl-piperidin-4-ylmethoxy)-4-pentafluoroethyl-phenyl]-nicotinamide;

N-[3-(2-Hydroxy-3-pyrrolidin-1-yl-propoxy)-4-pentafluoroethyl-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;

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- 2-(1H-Indazol-6-ylamino)-N-[4-pentafluoroethyl-3-(2-piperidin-1-yl-ethoxy)-phenyl]-nicotinamide;  
N-[3-(2-Hydroxy-3-pyrrolidin-1-yl-propoxy)-4-pentafluoroethyl-phenyl]-2-(1H-indazol-6-ylamino)-  
5 nicotinamide;  
2-(1H-Indazol-6-ylamino)-N-[4-pentafluoroethyl-3-(pyrrolidin-2-ylmethoxy)-phenyl]-nicotinamide;  
2-(1H-Indazol-6-ylamino)-N-[4-pentafluoroethyl-3-(pyrrolidin-2-ylmethoxy)-phenyl]-nicotinamide;  
10 2-(1H-Indazol-6-ylamino)-N-[3-(pyrrolidin-2-ylmethoxy)-4-trifluoromethyl-phenyl]-nicotinamide;  
2-(1H-Indazol-6-ylamino)-N-[3-(2-pyrrolidin-1-yl-ethoxy)-4-trifluoromethyl-phenyl]-nicotinamide;  
N-(1-Acetyl-3,3-dimethyl-2,3-dihydro-1H-indol-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;  
15 2-(1H-Indazol-6-ylamino)-N-[4-[1-methyl-1-(1-methyl-piperidin-4-yl)-ethyl]-phenyl]-nicotinamide;  
N-(4-Acetyl-2,2-dimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;  
20 2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-piperidin-4-yl)-5-trifluoromethyl-phenyl]-nicotinamide;  
N-(3-Bromo-5-trifluoromethyl-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide;  
2-(1H-Indazol-6-ylamino)-N-(2,2,4-trimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-nicotinamide;  
25 N-[4-tert-Butyl-3-(pyrrolidin-2-ylmethoxy)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;  
N-(7-Acetyl-5,5-dimethyl-5,6,7,8-tetrahydro-naphthalen-2-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;  
30 1-Boc-2-(2-tert-Butyl-5-{[2-(1H-indazol-6-ylamino)-pyridine-3-carbonyl]-amino}-phenoxy-methyl)-pyrrolidine;  
N-[4-tert-Butyl-3-(piperidin-4-ylmethoxy)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;

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- 2-(1H-Indazol-6-ylamino)-N-[3-(pyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide;
- N-(4-tert-Butyl-3-piperazin-1-yl-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide;
- 5 N-(3,3-dimethyl-2,3-dihydro-1H-indol-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;
- N-(3,3-Dimethyl-1-piperidin-4-yl-2,3-dihydro-1H-indol-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;
- N-(2,2-Dimethyl-3,4-dihydro-2H-benzo[1,4]oxazin-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;
- 10 N-[4-tert-Butyl-3-(4-propyl-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- N-[4-tert-Butyl-3-(4-isopropyl-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 15 2-(1H-Indazol-6-ylamino)-N-[3-(1-methylpyrrolidin-2-ylmethoxy)-5-trifluoromethyl-phenyl]-nicotinamide;
- N-(4,4-Dimethyl-1-oxo-1,2,3,4-tetrahydro-isoquinolin-7-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;
- N-(3,3-Dimethyl-2,3-dihydro-benzofuran-6-yl)-2-(1H-indazol-6-ylamino)-nicotinamide;
- 20 N-[1-(2-Dimethylamino-acetyl)-3,3-dimethyl-2,3-dihydro-1H-indol-6-yl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-[3-(4-methyl-piperazin-1-ylmethyl)-4-pentafluoroethyl-phenyl]-nicotinamide;
- 25 2-(1H-Indazol-6-ylamino)-N-[3-(4-Boc-piperazin-1-ylmethyl)-4-pentafluoroethyl-phenyl]-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-(3-morpholin-4-ylmethyl-4-pentafluoroethyl-phenyl)-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-(4-pentafluoroethyl-3-piperazin-1-ylmethyl-phenyl)-nicotinamide;
- 30 N-[4-tert-Butyl-3-(4-Boc-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- N-(4-tert-Butyl-3-nitro-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide;

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- N-(3-Amino-4-tert-butyl-phenyl)-2-(1H-indazol-6-ylamino)-nicotinamide;
- N-[4-tert-Butyl-3-(2-hydroxy-ethylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 5 N-[4-tert-Butyl-3-(2-morpholin-4-yl-ethylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- N-[4-tert-Butyl-3-(1-Boc-piperidin-4-ylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-[2-(2-morpholin-4-yl-ethyl)-1,2,3,4-tetrahydro-isoquinolin-7-yl]-nicotinamide;
- 10 N-[4-tert-Butyl-2-(4-methyl-piperazin-1-yl)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-(2-oxo-4-trifluoromethyl-2H-chromen-7-yl)-nicotinamide;
- 15 2-(1H-Indazol-6-ylamino)-N-[3-(1-methyl-1,2,3,6-tetrahydropyridin-4-yl)-5-trifluoromethyl-phenyl]-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-(1H-indol-7-yl)-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-(4-pentafluoroethyl-phenyl)-nicotinamide;
- 20 N-[4-tert-Butyl-3-(piperidin-4-ylamino)-phenyl]-2-(1H-indazol-6-ylamino)-nicotinamide;
- 2-(1H-Indazol-6-ylamino)-N-(3-piperazin-1-ylmethyl-5-trifluoromethyl-phenyl)-nicotinamide; and
- N-(4,4-Dimethyl-1,2,3,4-tetrahydro-isoquinolin-7-yl)-2-(1H-indazol-6-ylamino)-nicotinamide.
- 25

44. Use of a compound of any of Claims 1-34 for preparing a medicament for the treatment of cancer.

- 30 45. Use of a compound of any of Claims 1-34 for preparing a medicament for the treatment of angiogenesis.

46. Use of a compound of any of Claims 1-34 for preparing a medicament for the treatment of cell proliferation.
- 35



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47. A compound of any of Claims 1-34 and pharmaceutically acceptable derivatives thereof; for use as an active therapeutic substance.

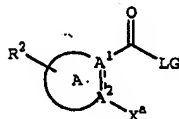
5

48. Compound of Claim 47 for its anti-neoplasia use.

49. Compound of Claim 47 for its use in the treatment of angiogenesis.

10

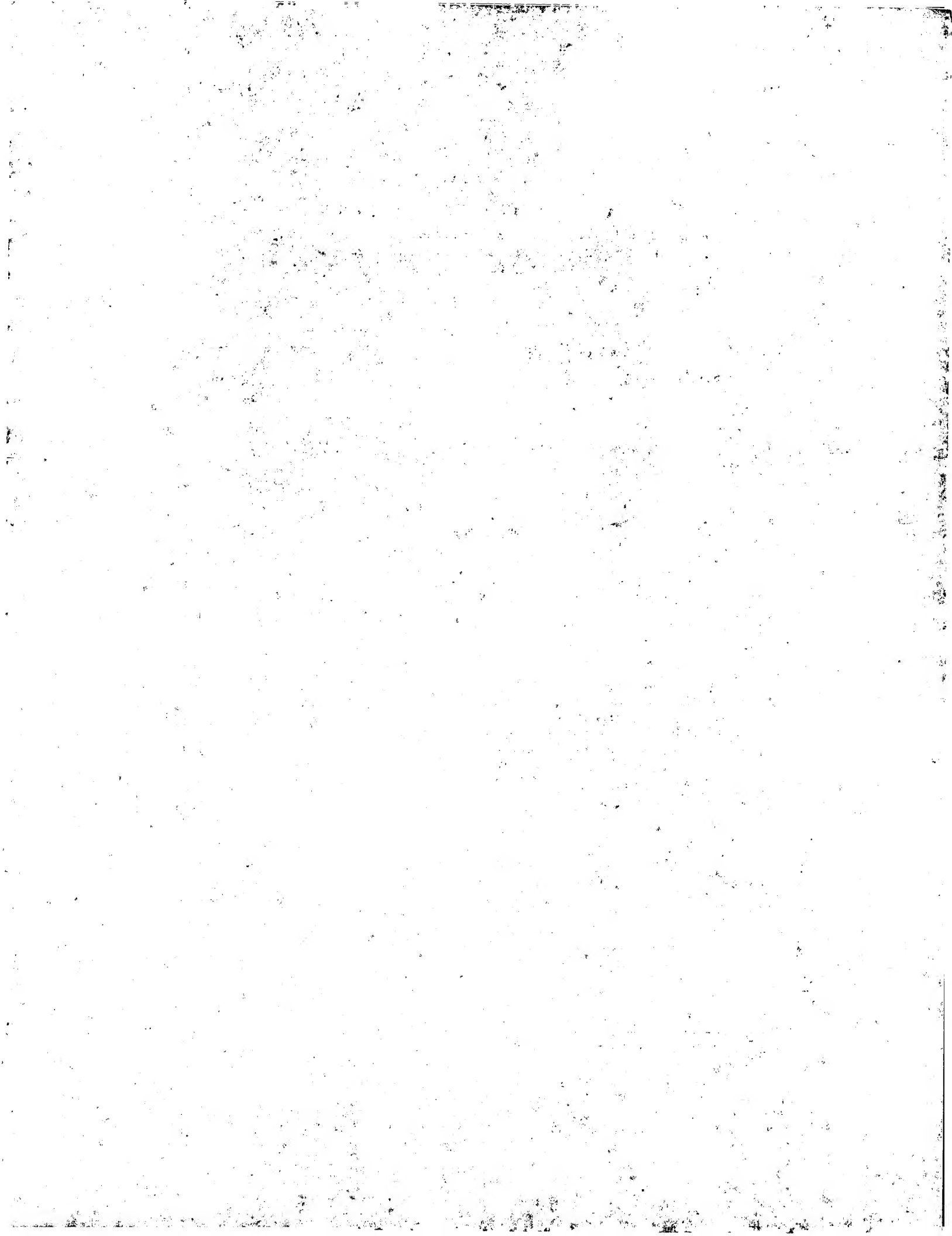
50. A process for preparing compounds of Claim 1 comprising treatment of a compound of the formula



15

with  $R^1R^4-NH_2$ , in the presence of base and an inert solvent; followed by coupling with a primary or secondary amine  $HNR^5R$ ;

20 where LG is halo,  $X^a$  is halo, ring A,  $A^1$ ,  $A^2$  and  $R^2$  are as defined in Claim 1.



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NE, SN, TD, TG).

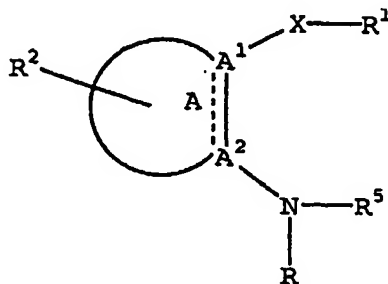
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For two-letter codes and other abbreviations, refer to the "Guid-  
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ning of each regular issue of the PCT Gazette.

(54) Title: SUBSTITUTED AMINE DERIVATIVES AND THEIR USE FOR THE TREATMENT OF ANGIOGENESIS



(I)

(57) Abstract: Selected amines of formula  
(I) are effective for prophylaxis and  
treatment of diseases, such as angiogenesis  
mediated diseases. The invention  
encompasses novel compounds, analogs,  
prodrugs and pharmaceutically acceptable  
salts thereof, pharmaceutical compositions  
and methods for prophylaxis and treatment  
of diseases and other maladies or conditions  
involving, cancer and the like. The subject  
invention also relates to processes for  
making such compounds as well as to  
intermediates useful in such processes.

WO 02/068406 A3

## INTERNATIONAL SEARCH REPORT

International Application No

PCT/US 02/03064

## A. CLASSIFICATION OF SUBJECT MATTER

IPC 7 A61K31/00 A61P19/02 A61P35/00 C07D231/56 C07D401/12  
 C07D401/14 C07D405/14 C07D407/12 C07D409/14 C07D413/14  
 C07D417/14 C07D471/04

According to International Patent Classification (IPC) or to both national classification and IPC

## B. FIELDS SEARCHED

Minimum documentation searched (classification system followed by classification symbols)

IPC 7 A61K A61P C07D

Documentation searched other than minimum documentation to the extent that such documents are included in the fields searched

Electronic data base consulted during the international search (name of data base and, where practical, search terms used)

## C. DOCUMENTS CONSIDERED TO BE RELEVANT

Category *	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
A	WO 00 62778 A (BRISTOL MYERS SQUIBB CO) 26 October 2000 (2000-10-26) Claims 1,7-11,15-16,23,34; formulas (I) and (II); ex. 91,319-322,376-580 ---	17-30, 35-50
P,X	WO 01 78648 A (DONG WHA PHARM IND CO LTD ;KIM NAM DOO (KR); LEE JIN SOO (KR); LEE) 25 October 2001 (2001-10-25) Claims; formula 1; ex. 2-6,11,14-21 ---	17-30, 35-50
P,X	WO 01 55114 A (NOVARTIS ERFIND VERWALT GMBH ;MANLEY PAUL WILLIAM (CH); NOVARTIS A) 2 August 2001 (2001-08-02) Claims; formula (I); p. 8, 1st paragraph; p. 14, 1st paragraph --- -/-	17-30, 35-50

☒ Further documents are listed in the continuation of box C.☒ Patent family members are listed in annex.

## \* Special categories of cited documents :

"A" document defining the general state of the art which is not considered to be of particular relevance

"E" earlier document but published on or after the international filing date

"L" document which may throw doubts on priority claim(s) or which is cited to establish the publication date of another citation or other special reason (as specified)

"O" document referring to an oral disclosure, use, exhibition or other means

"P" document published prior to the international filing date but later than the priority date claimed

"T" later document published after the international filing date or priority date and not in conflict with the application but cited to understand the principle or theory underlying the invention

"X" document of particular relevance; the claimed invention cannot be considered novel or cannot be considered to involve an inventive step when the document is taken alone

"Y" document of particular relevance; the claimed invention cannot be considered to involve an inventive step when the document is combined with one or more other such documents, such combination being obvious to a person skilled in the art.

"Z" document member of the same patent family

Date of the actual completion of the international search

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Date of mailing of the international search report

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## INTERNATIONAL SEARCH REPORT

International Application No

PCT/US 02/03064

C.(Continuation) DOCUMENTS CONSIDERED TO BE RELEVANT		
Category *	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
Y	WO 96 15118 A (THOMAS ANDREW PETER ; ZENECA LTD (GB); BROWN DEARG SUTHERLAND (GB);) 23 May 1996 (1996-05-23) Claims; formula (I); p. 42, l. 15-33; ex. 11, 15(27aa) ---	17-30, 35-50
Y	WO 00 27819 A (MANLEY PAUL WILLIAM ; NOVARTIS AKTIENGESELLSCHAFT (CH); BRUEGGEN JO) 18 May 2000 (2000-05-18) Claims; formula (I); p. 7, l. 26-31; p. 25, l. 15-p. 26, l. 12 ---	17-30, 35-50
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A	WO 00 71532 A (NOE MARK CARL ; PFIZER PROD INC (US); GANT THOMAS GEORGE (US)) 30 November 2000 (2000-11-30) Claims 1, 8-20; formula 1; p. 8, l. 34-p. 9, l. 20 -----	17-30, 35-50

# INTERNATIONAL SEARCH REPORT

International application No.  
PCT/US 02/03064

## Box I Observations where certain claims were found unsearchable (Continuation of Item 1 of first sheet)

This International Search Report has not been established in respect of certain claims under Article 17(2)(a) for the following reasons:

1. ☒ Claims Nos.:  
because they relate to subject matter not required to be searched by this Authority, namely:  
  
Although claims 36-4, 48-49 are directed to a method of treatment of the human/animal body, the search has been carried out and based on the alleged effects of the compound/composition.
2. ☒ Claims Nos.: 1-13, 16, 31-34  
because they relate to parts of the International Application that do not comply with the prescribed requirements to such an extent that no meaningful International Search can be carried out, specifically:  
see FURTHER INFORMATION sheet PCT/ISA/210
3. ☐ Claims Nos.:  
because they are dependent claims and are not drafted in accordance with the second and third sentences of Rule 6.4(a).

## Box II Observations where unity of invention is lacking (Continuation of Item 2 of first sheet)

This International Searching Authority found multiple inventions in this international application, as follows:

1. ☐ As all required additional search fees were timely paid by the applicant, this International Search Report covers all searchable claims.
2. ☐ As all searchable claims could be searched without effort justifying an additional fee, this Authority did not invite payment of any additional fee.
3. ☐ As only some of the required additional search fees were timely paid by the applicant, this International Search Report covers only those claims for which fees were paid, specifically claims Nos.:
4. ☒ No required additional search fees were timely paid by the applicant. Consequently, this International Search Report is restricted to the invention first mentioned in the claims; it is covered by claims Nos.:  
1 (part), 2-13, 16-50

Remark on Protest

- ☐ The additional search fees were accompanied by the applicant's protest.  
☐ No protest accompanied the payment of additional search fees.

FURTHER INFORMATION CONTINUED FROM PCT/ISA/ 210

Continuation of Box I.2

Claims Nos.: 1-13,16,31-34

The initial phase of the search revealed a very large number of documents relevant to the issue of novelty. So many documents were retrieved that it is impossible to determine which parts of the claim(s) may be said to define subject-matter for which protection might legitimately be sought (Article 6 PCT). For these reasons, a meaningful search over the whole breadth of the claim(s) is impossible. Consequently, the search has been restricted to the compounds given in formulas II-VI, VIIa-VIIb and VIIIa-VIIIb (claims 17-30), i.e. wherein A is a 5- or 6-membered heterocycle, R is a 9- or 10-membered fused nitrogen-containing heteroaryl, Z is O and R5 and R5a represent hydrogen, which definitions are also representative of a great amount of the examples disclosed in the present application.

The applicant's attention is drawn to the fact that claims, or parts of claims, relating to inventions in respect of which no international search report has been established need not be the subject of an international preliminary examination (Rule 66.1(e) PCT). The applicant is advised that the EPO policy when acting as an International Preliminary Examining Authority is normally not to carry out a preliminary examination on matter which has not been searched. This is the case irrespective of whether or not the claims are amended following receipt of the search report or during any Chapter II procedure.

# INTERNATIONAL SEARCH REPORT

International application No.

PCT/US 02/03064

This International Searching Authority found multiple (groups of) inventions in this international application, as follows:

1. Claims: 1(part),2-13,16-50

Heterocyclic compounds substituted in 1- and 2-positions by an heterocyclo-amino group and an N-cyclo-aminocarbonyl group and their use as VEGF ligands in the treatment of angiogenesis

2. Claims: 1(part),15,35-50

Aryl compounds substituted in 1- and 2-positions by an heterocyclo-amino group and an N-cyclo-aminocarbonyl group and their use as VEGF ligands in the treatment of angiogenesis

3. Claims: 1(part),14,35-50

Cycloalkene compounds substituted in 1- and 2-positions by an heterocyclo-amino group and an N-cyclo-aminocarbonyl group and their use as VEGF ligands in the treatment of angiogenesis



# INTERNATIONAL SEARCH REPORT

Information on patent family members

International Application No

PCT/US 02/03064

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# INTERNATIONAL SEARCH REPORT

Information on patent family members

International Application No

PL 1/US 02/03064

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